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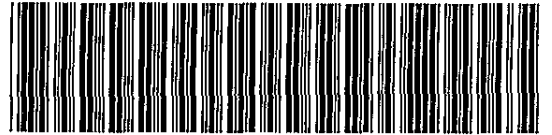
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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

2546
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

David W. Spicer PA

- _____ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- _____ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

Signature _____

Requested by:

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

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03 SEP -8 AM 9:40
DIVISION OF CORPORATION

September 5, 2003

CAPITAL CONNECTION, INC.

SUBJECT: DAVID W. SPICER, P.A.
Ref. Number: W03000025428

We have received your document for DAVID W. SPICER, P.A. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6878.

Alan Crum
Document Specialist
New Filings Section

Letter Number: 103A00049639

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

ARTICLES OF INCORPORATION

OF

DAVID W. SPICER, P.A.

FILED
03 SEP -5 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, being duly licensed to practice law under the laws of the State of Florida, adopts these articles to form a corporation under the Professional Service Corporation Act, Florida Statutes Chapter 621, and other laws of the State of Florida.

ARTICLE I – NAME

The name of the professional service corporation shall be David W. Spicer, P.A., located at 3920 RCA Boulevard, Suite 2000, Palm Beach Gardens, Florida 33410.

ARTICLE II – PURPOSE

The profession service corporation is formed to engage in every phase and aspect of the practice of law. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

ARTICLE III – TERM OF EXISTENCE

The professional service corporation shall have perpetual existence commencing on the date these Articles of Incorporation are filed with the Department of State of the State of Florida.

ARTICLE IV – CAPITAL STOCK

The capital stock of the professional service corporation shall be 100 shares of common stock having a par value of \$1.00 per share. None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed to practice law in the State of Florida.

ARTICLE V – REGISTERED AGENT OFFICE AND AGENT

The address of the initial registered office of this professional service corporation is 3920 RCA Boulevard, Suite 2000, Palm Beach Gardens, FL 33410. The name of the initial registered agent is David W. Spicer, Esquire.

ARTICLE VI – SUBSCRIBERS

The name and address of the person signing these Articles of Incorporation as subscriber is: David W. Spicer, Esquire, 18889 S.E. Windward Island Way, Jupiter, Florida 33458.

ARTICLE VII – RESTRAINT ON ALIENATION OF SHARES

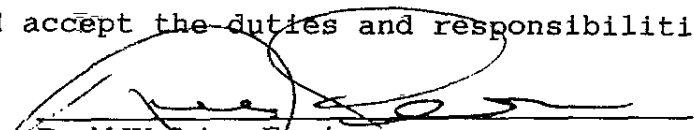
The shareholders of the professional service corporation shall have the power to include in the bylaws, adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer or other disposition of any of the outstanding stock of the professional service corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions and details, of the disposition shall be determined by the shareholder of the professional service corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of any such stock. No shareholder of the professional service corporation may sell or transfer his stock in the corporation except to another individual who is eligible to be made a shareholder of the professional service corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose. If any shareholder becomes legally disqualified to practice law in the State of Florida or is elected to a public office or accepts employment that places restrictions or limitation on his continuous rendering of such professional services, that shareholder's shares of stock shall immediately become subject to purchase by the professional service corporation in accordance with the bylaws of the shareholders.

ARTICLE VIII – AMENDMENT

The corporation reserves the right to amend or repeal any provisions in the Articles of Incorporation in the manner provided by law. Any right conferred on the shareholders in subject to this reservation.

In Witness Whereof the undersigned subscriber has executed these Articles of Incorporation on the 4th day of September, 2003.

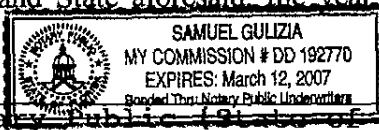
I hereby am familiar with and accept the duties and responsibilities as Registered Agent.


David W. Spicer, Esquire
Registered Agent

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME the undersigned authority on this the 4 day of SEPTEMBER 2003, personally appeared DAVID W. SPICER who is personally known to me, and who acknowledged to and before me that he executed the foregoing Articles of Incorporation for the purposes therein expressed.

Witness my hand and official seal in the County and State aforesaid, the year and date last written.



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03 SEP 29 PM 12:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA