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COFFIELD & ASSOCIATES, P.A.

P. COLLEEN COFFIELD

ADMITTED IN FLORIDA AND LOUISIANA

1719 SOUTH COUNTY HIGHWAY 393 SANTA ROSA BEACH, FLORIDA 32459 (850) 622-1141 FAX (850) 622 1144 cclawsrb@aol.com

September 10, 2003

Secretary of State Corporate Records Bureau Division of Corporations P. O. Box 6327 Tallahassee, FL 32301

Re: Jonathan P. Roberts, P.A.

Dear Sir/Ma'am:

Enclosed please find the original and one copy of the executed Articles of Incorporation, as well as the Acceptance of Registered Agent, for the above referenced corporation. Also enclosed is a check in the amount of \$78.75 for the filing fee. Upon filing, please return the copy of the stamped Articles to me using the self-addressed, stamped envelope provided.

If you have any questions, please contact me. Thank you for your assistance in this matter

Sincerely,

P. Colleen Coffield

PCC/wlg

Enclosures

cc: client

ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

JONATHAN P. ROBERTS, P.A.

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 and Limited Liability Company Act, F.S. Chapter 621, and other laws of the state of Florida.

ARTICLE I. NAME

The name of the professional service corporation is JONATHAN P. ROBERTS, P.A.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 611 Amelia Lane Santa Rosa Beach, FL 32459.

ARTICLE III. PURPOSE

The professional service corporation is formed to engage in every phase and aspect of real estate transactions. 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 IV. TERM OF EXISTENCE

The professional service corporation shall have perpetual existence commencing upon filing.

ARTICLE V. CAPITAL STOCK

The capital stock of the professional service corporation shall be 10,000 shares of common stock having a par value of \$100.00 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 VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this professional service corporation is 611 Amelia Lane, Santa Rosa Beach, FL 32459. The name of the initial registered agent at that address is Jonathan P. Roberts.

ARTICLE VII. BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of one member. The name and address of the member of the first board of directors is:

Name

Address

Jonathan P. Roberts

611 Amelia Lane

Santa Rosa Beach, FL 32459

ARTICLE VIII. SUBSCRIBER

The name and address of the person signing these articles of incorporation as subscriber are:

Name

Address

Jonathan P. Roberts

611 Amelia Lane

Santa Rosa Beach, FL 32459

ARTICLE IX. RESTRAINT ON ALIENATION OF SHARES

The shareholders of the professional service corporation shall have the power to include in the bylaws, or by separate agreement 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 shareholders 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 such stock. No shareholder of the professional service corporation may sell or transfer stock in the corporation except to another individual who is eligible to be 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, is elected to a public office, or accepts employment that places restrictions

or limitations on the 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 adopted by the shareholders.

ARTICLE X. AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation on September 10, 2003.

JONATHAN P. ROBERTS

STATE OF FLORIDA COUNTY OF WALTON

Sworn to and subscribed before me this 10^{10} day of September, 2003 by Jonathan P. Roberts, who is personally known to me.

William L Green

My Commission CC989757

Expires September 24, 2004

Notary Public

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

JONATHAN P. ROBERTS, P.A.

2. The name and address of the registered agent and office is:

Jonathan P. Roberts

611 Amelia Lane Santa Rosa Beach, FL 32459

Signature

Jonathan P. Roberts, Director

Dated this 10 day of September, 2003

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature

ONATHAN P ROBERTS

Dated this 10 day of September, 2003

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