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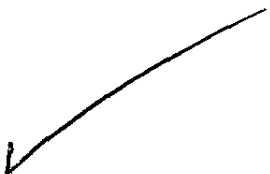
12/17/03--01034--013 **78.75

EFFECTIVE DATE
01-01-04

FILED

03 DEC 17 PM 4:06

SECRETARY OF STATE
FALL ARIZONA



gk 181

William R. Barker

Attorney at Law

801 North Magnolia Avenue, Suite 416
Orlando, Florida 32803

Telephone: 407.540.4950 Facsimile: 407.540.4977

Internet: barkerw@magicnet.net

December 15, 2003

Department of State Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: William R. Barker, P.A.

Dear Sir/Madame:

Enclosed are the original and one copy of the Articles of Incorporation for the above-named proposed Florida professional association. Also enclosed is my check in the amount of \$78.75 representing payment of the following:

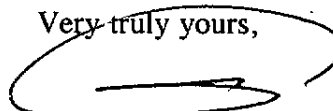
Filing Fee	\$70.00
Certified Copy Fee	\$ 8.75

EFFECTIVE DATE
01-01-04

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you for your courtesies in this matter.

Very truly yours,



William R. Barker

WRB:twb
Encls.

ARTICLES OF INCORPORATION

OF

WILLIAM R. BARKER, P.A.

ARTICLE I. CORPORATE NAME

The name of this corporation is William R. Barker, P.A., and has its principal place of business at 801 North Magnolia Avenue, Suite 416, Orlando, Florida 32803.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation shall be:

A. To engage in every phase and aspect of the business of rendering the same professional services to the public that an attorney-at-law, duly licensed under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees, and agents of this corporation who are duly licensed under the laws of the State of Florida to practice law therein.

B. To invest the funds of this corporation in real estate, mortgages, stocks, bonds or any other types of investments, and to own real and personal property necessary for the rendering of such professional services.

C. To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objects of this corporation enumerated in these Articles of Incorporation, or any amendment thereof, necessary or incidental to the protection and benefit of this corporation; and in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of such purposes or objects of this corporation.

D. It is intended that this corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 621, Florida Statutes, as the same may be from time to time amended.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$0.10 per share.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
* 01-01-04

ARTICLE IV. EFFECTIVE DATE AND TERM OF EXISTENCE

This Corporation shall be effective as of January 1, 2004 and shall have perpetual existence commencing upon the filing of these Articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

William R. Barker
801 North Magnolia Avenue, Suite 416
Orlando, Florida 32803

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. SHAREHOLDERS

A. Shares of this Corporation's capital stock shall not be issued to anyone other than a professional corporation, a professional limited liability company, or an individual who is duly licensed or otherwise legally authorized to render the same specific professional services as those for which the corporation was incorporated.

B. If any member, officer, shareholder, agent, or employee of the corporation who has been rendering professional service to the public becomes legally disqualified to render such professional services within this state or accepts employment that, pursuant to existing law, places restrictions or limitations upon that person's continued rendering of such professional services, that person shall sever all employment with, and financial interests in the corporation forthwith.

C. No shareholder of the corporation may sell or transfer her or his shares in the corporation except to another professional corporation, professional liability company, or individual, each of which must be eligible to be a shareholder of the corporation.

ARTICLE VII. BOARD OF DIRECTORS

The initial directors of the corporation shall be elected at the organizational meeting or as further set forth in the Bylaws.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

William R. Barker
801 North Magnolia Avenue, Suite 416
Orlando, Florida 32803

DESIGNATION AND ACCEPTANCE BY REGISTERED AGENT

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That William R. Barker, P.A., desiring to organize under the laws of the State of Florida, with its principal office at 801 North Magnolia Avenue, Suite 416, Orlando, Florida 32803 has named William R. Barker, located at 801 North Magnolia Avenue, Suite 416, Orlando, Florida 32803, County of Orange, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

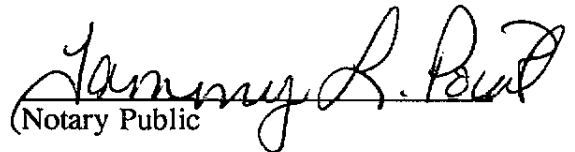
Having been named to accept service of process for the above-named Corporation, at the place designated in Article V of these Articles of Incorporation, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.



William R. Barker
Registered Agent

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 15th day of December, 2003, by William R. Barker, who is personally known to me or has produced as identification and who did not take an oath.


(Notary Public)

TAMMY L. POINT
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD243006
EXPIRES 08/19/2007
BONDED THRU 1-888-NOTARY1

TAMMY L. POINT
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD243008
EXPIRES 08/19/2007
BONDED THRU 1-888-NOTARY1

ARTICLE IX. AMENDMENT OF ARTICLES

The Articles of Incorporation may be amended in the manner provided by law.

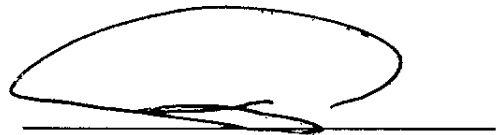
ARTICLE X. INDEMNIFICATION

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XI. BYLAWS

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors and the Shareholders as provided by law; however, the Shareholders shall not have the power to adopt or amend the Bylaws that fixes a greater quorum or voting requirement for Shareholders than is required by law.

IN WITNESS WHEREOF, the undersigned, as Incorporator has executed the foregoing Articles of Incorporation on the 15th of December, 2003.



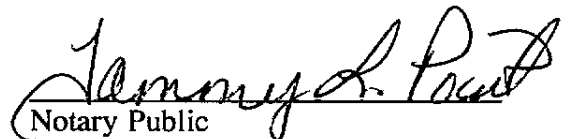
William R. Barker
Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, a Notary Public, personally appeared William R. Barker to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation. He produced Personally Known as identification and an oath was not taken.

WITNESS my hand and official seal in the County and State last aforesaid this 15th day of December, 2003.

TAMMY L. POINT
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD243006
EXPIRES 08/19/2007
BONDED THRU 1-888-NOTARY1


Notary Public