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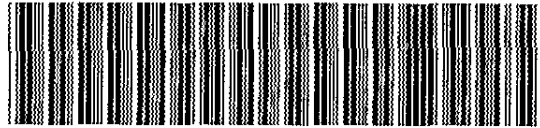
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LAW OFFICE OF CHARLES W. MCBURNEY, JR.

ATTORNEY AND COUNSELOR AT LAW

6320 ST. AUGUSTINE ROAD, SUITE 11
JACKSONVILLE, FLORIDA 32217

Charles W. McBurney, Jr.

TELEPHONE 904 / 731-0002
FAX NO. 904 / 731-3885
E-MAIL cmcburney@bellsouth.net

February 11, 2004

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

RE: Articles of Incorporation of Charles W. McBurney, Jr., P.A.

Gentlemen:

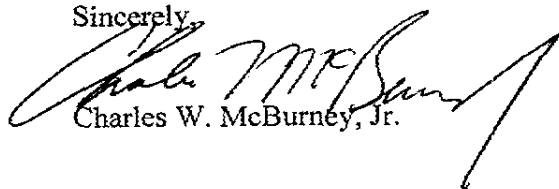
Enclosed you will find Articles of Incorporation along with Acceptance of Registered Agent in duplicate for filing. Also enclosed is our check to cover the following:

Filing fee	\$35.00
Certified copy, Articles	\$ 8.75
Registered Agent Fee	<u>\$35.00</u>
TOTAL	\$78.75

Please return the certified copy of the Articles to the attention of the undersigned.

Thank you for your prompt attention to this matter.

Sincerely,


Charles W. McBurney, Jr.

Enclosures

ARTICLES OF INCORPORATION
OF
CHARLES W. McBURNEY, JR., P.A.

The undersigned subscriber to these articles of professional service corporation, a natural person competent to contract, and admitted to practice as an attorney under the laws of the State of Florida, does hereby form a professional service corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is CHARLES W. McBURNEY, JR., P.A.

ARTICLE II. NATURE OF BUSINESS

The nature of the business to be transacted by this professional service corporation is to render professional legal services to the general public and to do all things in connection therewith that are customarily done by a licensed attorney under the laws of the State of Florida, and, in accordance with "The Professional Service Corporation Act" of Florida, to invest its funds in real estate, mortgages, stocks, bonds or other types of investments, and may own real or personal property necessary for the rendering of professional services. The business of the corporation shall be limited to the foregoing activities and no others.

ARTICLE III. CAPITAL STOCK

The capital stock of this corporation shall be 1,000 shares of \$1.00 par value common stock and 1,000 shares of preferred non-voting stock of \$1.00 par value per share. All of said stock shall be payable in cash, or property other than stock or securities, in lieu of cash, at a just valuation to be determined by the Board of Directors of this corporation. The Board of Directors is authorized to issue Section 1244 Stock as defined

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by Section 1244 of the Internal Revenue Code, and the stockholders may, by appropriate unanimous vote of the stockholders, elect to be taxed as provided under Section 1372 of the Internal revenue Code of 1954, as amended. None of the shares of this corporation may be issued to any person other than an individual authorized to own such shares under the laws of the State of Florida in compliance with Florida Statutes Section 621.09.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is One Hundred (\$100.00) Dollars.

ARTICLE V. TERM OF EXISTENCE

This corporation will exist perpetually.

ARTICLE VI. ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is 6320 St. Augustine Road, Suite 11, Jacksonville, Florida 32217. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII. DIRECTORS

This corporation shall have one director, initially. The number of directors may be increased or diminished from time to time, through by-laws adopted by the stockholders.

ARTICLE VIII. INITIAL DIRECTOR

The name and post office address of the member of the first Board of Directors is:

NAME	ADDRESS
Charles W. McBurney, Jr.	6320 St. Augustine Road, Suite 11 Jacksonville, Florida 32217

ARTICLE IX. SUBSCRIBER

The name and post office address of the subscriber of these articles of incorporation, the number of shares of stock he agrees to take and the value of the consideration therefore is:

NAME	ADDRESS	SHARES	CONSIDERATION
Charles W. McBurney, Jr.	6320 St. Augustine Rd., #11 Jacksonville, FL 32217	100	\$100

The proceeds of which amount to at least \$100.

ARTICLE X. AMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written agreement manifesting their intention that a certain amendment of these articles of incorporation be made.

ARTICLE XI. LIMITATIONS ON CORPORATE STOCK

1. No one other than an individual who is duly licensed as an attorney under the laws of the State of Florida may own any corporate stock of this corporation; nor may any shareholder enter into a voting trust agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

2. If any officer, shareholder, agent or employee of this corporation who has been rendering professional services to the public becomes legally disqualified to render such services within the State of Florida or accepts employment that, pursuant to existing law,

places limitations upon his continued rendering of such professional services, he shall sever all employment with, and financial interest in the corporation.

3. No shareholder of the corporation may sell or transfer his stock in this corporation except to another individual who is eligible to be a shareholder of the corporation, and such sale or transfer may be made only after the same shall have been approved, at a stockholders' meeting specifically called for that purpose, by not less than a majority of the outstanding stock at such shareholders' meeting, exclusive of the stock proposed to be sold. The shares of stock held by the shareholder proposing to sell or transfer his shares may not be voted or counted for any purpose at said meeting.

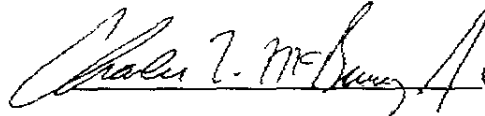
4. In the event there is more than one shareholder in the corporation, before stock is issued to shareholders they must have negotiated with the other shareholders and/or the corporation a buy-sell agreement providing for the redemption or disposition of their stock in the event their interest in the corporation is terminated for any reason. An executed copy of the buy-sell agreement must be filed with Secretary of the corporation and make a part of the records of the corporation.

ARTICLE XII. INITIAL REGISTERED AGENT

The initial Registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be: Charles W. McBurney, Jr., 6320 St. Augustine Road, Suite 11, Jacksonville, Florida, 32217.

IN WITNESS WHEREOF I, the undersigned, being the original subscriber to the capital stock hereinabove named, for the purpose of forming a corporation to do business in the State of Florida, under the laws of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and do

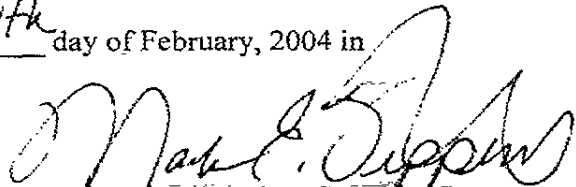
respectively agree to take the number of shares set forth, and hereunto set my hand and seal this 10 day of February, 2004.

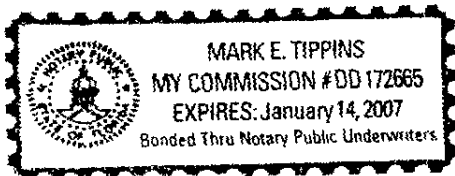
 (SEAL)

STATE OF FLORIDA
COUNTY OF DUVAL

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments personally appeared Charles W. McBurney, Jr., who is known to me personally and is the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

Witness my hand and official seal this 11th day of February, 2004 in Jacksonville, Florida.


Notary Public, State of Florida

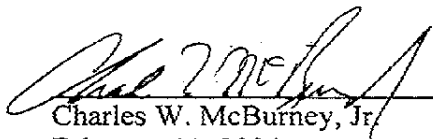


My commission expires: _____

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for CHARLES W. McBURNEY, JR., P.A., 6320 St. Augustine Road, Suite 11, in Jacksonville, Florida 32217, I CHARLES W. McBURNEY, JR. whose address is 6320 St. Augustine Road Suite 11, Jacksonville, Florida 32217, 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 as provided for in the Florida Statutes.



Charles W. McBurney, Jr.
February 11, 2004

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