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## Holland+Knight

Tel 813 227 8500 Fax 813 229 0134 Holland & Knight LLP 100 North Tampa Street, Suite 4100 Tampa, FL 33602 www.hklaw.com

Warwick R. Furr, I! 813 227 6407 bud.furr@hklaw.com

September 20, 2004

#### VIA FEDEX

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

Dear Sir or Madam:

Enclosed for filing are the Articles of Incorporation for Warwick R. Furr, II, P.A., together with the filing fee of \$78.75.

Please acknowledge receipt of same by returning a filed copy in the enclosed return envelope.

Thank you.

Very truly yours,

Warwick R. Furr, ¥

WRFII/mhf Enclosures

#### ARTICLES OF INCORPORĂTION

OF

### WARWICK R. FURR, II, ? · A ·

The undersigned, acting as incorporator of Warwick R. Furr, II, P.A., under the Florida Professional Service Corporation Act, adopts the following Articles of Incorporation.

#### ARTICLE I. NAME.

The name of the corporation is Warwick R. Furr, II, P.A.

#### ARTICLE II. ADDRESS

The mailing address of the corporation is:

Warwick R. Furr, II, P.A. c/o Holland & Knight, Suite 4100 100 N. Tampa Street Tampa, Florida 33602



#### ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

#### ARTICLE IV. PURPOSE

The corporation is organized to engage in the profession of law and in any activity or business permitted under the laws of the United States and the State of Florida.

#### ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$1.00 per share.

#### ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 100 N. Tampa Street, Tampa, Florida 33602, and the name of the corporation's initial registered agent at that address is Warwick R. Furr, II.

#### ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director are:

Name Address

Warwick R. Furr, II Suite 4100

100 N. Tampa Street Tampa, FL 33602

#### ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator are:

Name Address

Warwick R. Furr, II Suite 4100

100 N. Tampa Street Tampa, FL 33602

#### ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

#### ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purposes of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 20 day of Law Dec. 2004.

Warwick R. Furr, II, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 4CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That WARWICK R. FURR, II, P.A. desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 100 N. Tampa Street, Tampa, Florida 33602, has named Warwick R. Furr, II as its agent to accept service of process within this state.

#### ACKNOWLEDGEMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and is familiar with, and accepts, the obligations of that position.

Warwick R. Furr, II

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SECRETARY OF STATE