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LAW OFFICES

AMARI & THERIAC, P.A.

Attorneys and Counselors At Law

Richard S. Amari Bradly Roger Bettin, Sr. Mitchell S. Goldman J. Wesley Howze Mary E. Lytle David R. Martin Matthew J. Monaghan David M. Presnick James S. Theriac, 111 Mariner Square 96 Willard Street, Suite 302 Cocoa, Florida 32922 Telephone (321) 639-1320 Fax (321) 639-6690

April 15, 2005

Corporate Records Bureau Division of Corporations Department of State 409 E. Gaines Street Tallahassee, FL 32399

RE: STEPHEN C. MAYS, P.A.

Ladies and Gentlemen:

Enclosed is the original and one copy of the proposed Articles of Incorporation for the above-named corporation, a Registered Agent Designation, and a check to your order in payment of the following items:

1.	Filing	\$ 35.00
2.	Certified copy of the Articles of Incorporation	\$ 8.75
3.	Registered Agent Designation	<u>\$ 35,00</u>
	TOTAL	\$ 78.75

Please send the certified copy of the Articles of Incorporation to the undersigned.

Thank you for your assistance.

Sincerely,

Rebecca L. Rushing

AMARI & THERIAC, P.A

Paralegal

ARTICLES OF INCORPORATION

OF

STEPHEN C. MAYS, P.A.

75 APR 19 AM 8: 00

<u>ARTICLE I</u>

Name

The name of the corporation is STEPHEN C. MAYS, P.A.

ARTICLE II

Duration

This corporation shall exist perpetually.

ARTICLE III Purposes

This corporation is organized under the provisions of Chapter 621, *Florida Statutes*, for the purpose of rendering professional legal services to the public and is authorized to engage in and transact any and all lawful business within the scope of Chapter 454, *Florida Statutes*, or other applicable law.

ARTICLE IV Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V Shareholders

All shareholders of this corporation shall be attorneys who are duly licensed to carry on the practice of law according to the provisions of Chapter 454, *Florida Statutes*, or other applicable law, and no shareholder shall sell or otherwise transfer any of his or her shares to a person other than one so qualified.

ARTICLE VI Initial Registered Office and Agent

The street address of the corporation's initial registered office, and the name of its initial registered agent at that office is as follows: Stephen C. Mays, 1271 Potomac Drive, Merritt Island, Florida 32952.

ARTICLE VII Principal Office

The principal office of the corporation is 1271 Potomac Drive, Merritt Island, Florida 32952.

ARTICLE VIII Directors

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

The name and street address of the initial director of the corporation is:

NAME STREET ADDRESS

Stephen C. Mays

1271 Potomac Drive

Merritt Island, Florida 32952

ARTICLE IX Incorporator

The name and street address of the incorporator of this corporation is:

NAME STREET ADDRESS

Stephen C. Mays 1271 Potomac Drive

Merritt Island, Florida 32952

ARTICLE X Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, this incorporator has executed these Articles of Incorporation this /5 day of April, 2005.

STÉPHEN C. MAYS

NOTARY PUBLIC

STATE OF FLORIDA COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this ______ day of April, 2005, by STEPHEN C. MAYS, who ____ is personally known to me or ____ has produced _____ as identification.

CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Sections 48.091, 607.0501, *Florida Statutes*, the following is submitted:

STEPHEN C. MAYS, P.A., desiring to organize or qualify under the laws of the State of Florida hereby designates Stephen C. Mays as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 1271 Potomac Drive, Merritt Island, Florida 32952.

STEPHEN C. MAYS

April 15, 2005

April 15, 2005

Having been named to accept services of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

STEPHEN C. MAYS

DATED: April <u>15</u>, 2005