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05 MAY 23 AM 9:03

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**BEN H. DARBY, JR., P.A.**  
200 Lake Morton Drive, Suite 200  
Lakeland, Florida 33801  
Post Office Box 2971  
Lakeland, Florida 33806-2971  
(863) 688-7611

May 20, 2005

Department of State  
Corporate Records Bureau  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

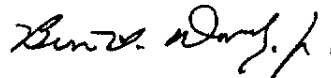
Re: Ben H. Darby, Jr., P.A.

Dear Sir/Madam:

In connection with the above-referenced corporation, enclosed for filing are the original and one copy of Articles of Incorporation with the certificate designating resident agent attached. A check in the amount of \$78.75 is also enclosed for filing fees and the certified copy. A preaddressed envelope is provided for the certified copy.

If you have any questions, please advise. Thank you very much for your cooperation and assistance.

Sincerely,

A handwritten signature in dark ink, appearing to read "Ben H. Darby, Jr.", with a stylized flourish at the end.

Ben H. Darby, Jr., Esquire

**ARTICLES OF INCORPORATION  
OF  
BEN H. DARBY, JR., P.A.**

The undersigned, who is duly licensed to practice law in the State of Florida, desiring to form a professional corporation in accordance with the Florida Business Corporation Act and the Florida Professional Service Corporation and Limited Liability Company Act, adopts the following Articles of Incorporation:

**ARTICLE I - Name**

The name of the professional corporation is BEN H. DARBY, JR., P.A.

**ARTICLE II - Purpose**

The purpose for which the corporation is organized is to practice the profession of law.

**ARTICLE III - Election under Professional Corporation Act**

The corporation elects to be governed by the provisions of the Florida Professional Service Corporation and Limited Liability Company Act.

**ARTICLE IV - Duration**

The corporation is to commence its corporate existence on May 23, 2005, and the term of existence of the corporation is perpetual.

**ARTICLE V - Capital Stock**

The number of shares the corporation is authorized to issue is one hundred (100), all of which shall be common shares with par value of \$1.00.

**ARTICLE VI - Stated Capital**

The amount of capital with which the corporation shall begin business is \$100.00.

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TALLAHASSEE, FLORIDA  
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### ARTICLE VII – Registered Office

The street address of the corporation's initial registered office in this state is 200 Lake Morton Drive, Lakeland, Florida 33801.

### ARTICLE VIII – Principal Office

The mailing address of the initial principal office of the corporation is Post Office Box 2971, Lakeland, Florida 33806.

### ARTICLE IX - Incorporator

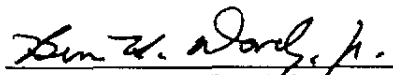
The name and post office address of the incorporator are as follows:

Name	Address
Ben H. Darby, Jr.	1202 Fairchild Road Lakeland, Florida 33803

### ARTICLE VII - Directors

The business of the corporation shall be managed by the shareholders of the corporation rather than by a board of directors.

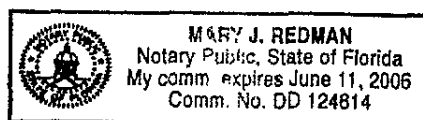
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on May 20, 2005.

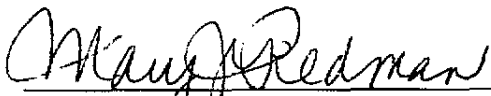
  
Ben H. Darby, Jr., Incorporator

STATE OF FLORIDA  
COUNTY OF POLK

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Ben H. Darby, Jr., who [ X ] is personally known to me or who [ ] has produced \_\_\_\_\_ as identification.

WITNESS my hand and official seal this 20<sup>th</sup> day of May, 2005, at Lakeland, Florida.



  
Notary Public  
State of Florida at Large  
My Commission Expires:

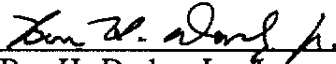
To: The Department of State  
Tallahassee, Florida 32304

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 607.0501 of the Florida General Corporation Act, the following is submitted:

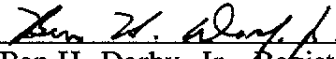
Ben H. Darby, Jr., P.A., with its place of business at 200 Lake Morton Drive, Lakeland, Florida 33801, has named Ben H. Darby, Jr., located at 200 Lake Morton Drive, Lakeland, Florida 33801, as its agent to accept service of process within Florida.

Dated: May 20, 2005.

  
Ben H. Darby, Jr., Incorporator

Having been named to accept service 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, and I am familiar with and accept the duties and obligations of Chapter 607 of the Florida General Corporation Act.

Dated May 20, 2005.

  
Ben H. Darby, Jr., Registered Agent

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