

P95000012976
The Law Offices of
SCHWARTZBERG & WITT, P.A.

Michael S. Schwartzberg, Esq.
William T. Witt, Esq.
Jonathan S. Silverman
Legal Assistant
Also admitted in Oklahoma

463 30th Street North
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FILED
FEB 13 PM 2:36
TALLAHASSEE, FL
Fax (813) 321-0311

February 10, 1995

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

RECEIVED
FEB 14 1995
TALLAHASSEE, FL
*****70.00 *****70.00

RE: SCHWARTZBERG & WITT, P.A.

Dear Sir or Madam:

Enclosed herewith please find the original and one copy of the Articles of Incorporation for the above-named corporation.

Also enclosed is my check in the amount of \$70.00 for the filing fee. Please return a copy of the Articles along with the corporate charter in the enclosed envelope provided for your convenience.

Sincerely,

William T. Witt
WILLIAM T. WITT, ESQ.

BROWN FEB 15 1995

FILED
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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
THE LAW OFFICES OF SCHWARTZBERG & WITT, P.A.

The undersigned incorporators, each of whom is licensed or otherwise legally authorized to practice the profession of law in the State of Florida, associate themselves with the intention of forming a professional corporation in accordance with the Florida Professional Service Corporation and Limited Liability Company Act, and adopt the following articles of incorporation for the corporation:

ARTICLE I

NAME

The name of the corporation is THE LAW OFFICES OF SCHWARTZBERG & WITT, P.A.

ARTICLE II

PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT

The address of the corporation's principal office is 463 30th Street North, City of St. Petersburg, County of Pinellas, State of Florida 33713. The name of the initial registered agent of the corporation, located at that office, is WILLIAM T. WITT, ESQ.

ARTICLE III

DURATION

The period of the corporation's duration shall be perpetual or until dissolved on a vote of the shareholders as provided in these articles.

ARTICLE IV

PURPOSE

This corporation is organized for the following purposes:

- a. To engage in the practice of law as a professional law Corporation and to carry on services incident to the practice of law. The practice of law is the sole and exclusive professional service to be rendered by this corporation.
- b. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation

The professional service of the corporation shall be carried out only through officers, employees, and agents, each of whom has been admitted to the bar of, and is duly authorized to practice law in, the State of Florida.

ARTICLE V

CAPITAL STOCK

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is 1,000 shares. These shares shall be of a single class of common stock, and shall have a value of \$.01 per share.

ARTICLE VI

CAPITALIZATION

The amount of capital with which the corporation will begin to practice the profession of law is not less than \$1,000.00.

ARTICLE VII

CORPORATE POWERS

The corporation shall have all the rights and powers now or subsequently conferred on professional corporations by the laws of the State of Florida.

ARTICLE VIII

INCORPORATORS

The name and street address of each person signing these articles of incorporation as an incorporator is WILLIAM T. WITT, ESQ., 463 30th Street North, St. Petersburg, FL 33713.

ARTICLE IX

DIRECTORS

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is one, and the name and addresses of the initial director is: WILLIAM T. WITT, ESQ., 463 30th Street North, St. Petersburg, FL 33713.

The initial director shall hold office until his successors are elected and qualified as provided in the bylaws. Then the term

of office of each director shall be until the election and qualification of a successor. The number of directors set forth in these articles of incorporation and constituting the initial board of directors shall be the authorized number of directors until that number is changed by a bylaw duly adopted by the shareholders.

ARTICLE X

BYLAWS

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than thirty days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by the affirmative vote of three fourths of the shareholders the internal affairs of the corporation are to be regulated and managed in accordance with the bylaws.

ARTICLE XI

DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least three-fourths of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by the shareholder.

The undersigned incorporator of this corporation has executed these articles of incorporation at 463 30th Street North, St. Petersburg, FL 33713 on this 2nd day of February, 1995.

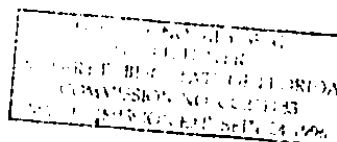
William T. Witt, Esq.
WILLIAM T. WITT, ESQ.

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 9th day of February, 1995, by William T. Witt, Esq. who is personally known to me and who did take an oath.

Hedi H. Hoyer
NOTARY PUBLIC

HEDI H. HOYER
Printed Name



**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent in the state of Florida.

1. The name of the Corporation is:

The Law Offices of Schwartzberg & Witt, P.A.

2. The name and address of the registered agent and office of the Corporation is:

William T. Witt, Esq.
463 30th Street North
St. Petersburg, FL 33713

Signed: WILLIAM T. WITT, ESO.

(Title)

(Date)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I 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.

SIGNATURE: *[Handwritten Signature]*

DATE: 12/10/68