

ARTICLES OF INCORPORATION
OF
MILLER & GEORGE, P.A.

The undersigned, desiring to form a professional corporation in accordance with the Florida General Corporation Act, for the practice of law, do hereby adopt the following articles of incorporation:

ARTICLE I
NAME

The name of this corporation shall be: MILLER & GEORGE, P.A.

ARTICLE II
NATURE OF BUSINESS AND POWERS

The objectives and purposes of this corporation and the general nature of the business to be transacted shall be as follows:

1. To primarily engage in the business of the practice of law as a law corporation.
2. To engage generally in the business of a law corporation as the same is now or hereafter defined by statute, rule and regulation, and in connection therewith to own property, to enter into contracts, and to transact any lawful business related thereto.
3. To engage in such business as may be authorized or permitted by the laws of the State of Florida.

ARTICLE III
TERMS OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE IV
CAPITAL STOCK

The capital stock of the corporation shall consist of 7,500 shares of common stock with a par value of \$1.00 per share.

ARTICLE V
ADDITIONAL CAPITAL

The corporation shall commence business with adequate capitalization.

ARTICLE VI
PRE-EMPTIVE RIGHTS

The shareholders of this corporation shall have a pre-emptive right to acquire unissued or treasury shares of the corporation convertible into or carrying a right to subscribe or acquire shares as issued by this corporation.

ARTICLE VII
REGISTERED AGENT & INITIAL REGISTERED OFFICE

The Registered Agent and the street address for the initial registered office of this corporation in the state of Florida shall be: Barry L. Miller, 230 East Marks Street, Orlando, FL 32803. The principal place of business is the same as the registered office. The Board of Directors from time to time may move the Registered Office to any other address on the State of Florida.

ARTICLE VIII
BOARD OF DIRECTORS

The corporation shall be conducted by a board of Directors of not less than two (2) director. The name and address of the first directors are: Barry L. Miller and Charles R. George, III, 230 East Marks Street, Orlando, FL 32803. The number may be increased or diminished from time to time by the by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE IX
INCORPORATORS

The name and address of the person signing these Articles of Incorporation as the incorporator is: Barry L. Miller, 230 East Marks Street, Orlando, FL 32803.

ARTICLE X
INDEMNIFICATION

The corporation shall indemnify any officers or directors, or former officers or directors, to the full extent permitted by law.

ARTICLE XI
OFFICERS

The officers of the corporation shall be a President, one or more Vice-Presidents, a Secretary, and a Treasurer. The number of Vice-Presidents may be fixed and determined by the Board of Directors from time to time. Until the first meeting of the Board of Directors, or until their successors are elected and have qualified, the following shall be the first officers of the corporation: President and Treasurer - Barry L. Miller Vice-President and Secretary - Charles R. George III.

ARTICLE XII
ANNUAL MEETING

The annual meeting of the stockholders shall be in the first week of January of each year or at such time as may be fixed by the by-laws, at which time the Board of Directors shall be elected and such other business as may properly come before the meeting may be considered and transacted.

The Officers of the corporation shall be elected annually by the Board of Directors at a meeting of the Board of Directors to be held annually immediately following the annual stockholders meeting.

The time, place and manner of calling meetings of the stockholders and directors shall be fixed by the by-laws of the corporation. The Board of Directors may provide for the election of and prescribe the duties of each of the officers and agents as the board may deem advisable and proper and may take such action not inconsistent with the Articles of Incorporation and the by-laws of the corporation and the laws of the State of Florida, as such board may deem advisable for the conduct and operation of the business of the corporation.

The Board of Directors shall appoint a Registered Agent as required by the laws of the State of Florida.

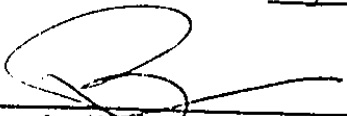
ARTICLE XIII
SPECIAL MEETING

A special meeting of the incorporators and the Board of Directors shall be held on the call of the President, for the purpose of completing the organization of the corporation and for the adoption of the by-laws and for the transaction of such other business as may come before the meeting.

ARTICLE XIV
AMENDMENT

These Articles of Articles of Incorporation may be amended in the manner provided in the by-laws. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote, unless all of the Directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation to be made.

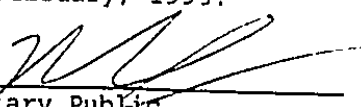
IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing Articles of Incorporation on this 17 day of February 1995.



Barry L. Miller

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, Notary Public, personally appeared Barry L. Miller, to me known to be the person described as the incorporator and who executed the foregoing Articles of Incorporation, and has acknowledged before me that he subscribed to these Articles of Incorporation on the 17 day of February, 1995.



Notary Public
My Commission Expires:



OFFICIAL SEAL
MARK ALFORD
My Commission Expires
Dec. 16, 1995
Comm. No. CC 168104



OFFICIAL SEAL
MARK ALFORD
My Commission Expires
Dec. 16, 1995
Comm. No. CC 168104

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CLERK OF COURT, FLORIDA

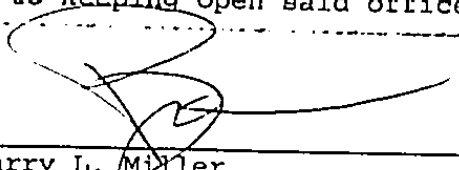
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS FOR THIS STATE NAMING THE AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted in compliance with said act:

First, that Barry L. Miller, P.A. desiring to organize under the
laws of the State of Florida, with its principal office as
indicated in the Articles of Incorporation at the city of Orlando,
county of Orange, State of Florida, has named Barry L. Miller, 230
East Marks Street, Orlando, FL 32803 as its agent to accept
service of process within the state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated
corporation, at a place designated in this certificate, I hereby
accept to act in this capacity and agree to comply with the
provisions of said act relative to keeping open said office.



Barry L. Miller