

P95000031534

ANTOINETTE D. PLOGSTEDT
2513 Nobleman Court
Windermere, FL 34786
April 12, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: LARSEN & PLOGSTEDT, P.A.

400001458444
-04/18/95--01019--011
***122.50 ***122.50

Dear Sir/Madam:

Enclosed please find an original and a copy of the Articles of Incorporation for the above-named corporation. In addition, a check in the amount of \$122.50 is enclosed which represents the following fees:

Filing Fees:	35.00
Certified Copy:	52.50
Registered Agent Fee:	<u>35.00</u>
TOTAL	\$ 122.50

Please return a certified copy of the Articles of Incorporation to the undersigned.
Your prompt attention to this matter is appreciated.

Sincerely,


ANTOINETTE PLOGSTEDT

ADP/

Enclosures

Dmc 4/21/95

FILED
95 APR 17 PM 12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
LARSEN & PLOGSTEDT, P.A.**

FILED

95 APR 17 PM 12:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of LARSEN & PLOGSTEDT, P.A., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the Corporation is: LARSEN & PLOGSTEDT, P.A.

ARTICLE II. PRINCIPAL OFFICE/MAILING ADDRESS

The principal office and mailing address of the Corporation is 34 E. Pine Street, Orange County, Orlando, Florida 32801.

ARTICLE III. COMMENCEMENT OF EXISTENCE

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

ARTICLE IV. PURPOSES

This Corporation shall be a Professional Service Corporation, and the general nature and purposes of business to be transacted, promoted, and carried on by the Corporation are as follows:

(a) To engage in every aspect in the practice of law and all fields of specializations as are engaged in by lawyers.

(b) To engage and render the professional services involved only through its officers, agents, and employees who shall be lawyers in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this Corporation.

(c) To invest its funds in real estate, mortgages, stocks, bonds, and any other type of

investments permitted by law.

(d) To engage in no other business other than the rendition of the professional services specified herein.

(e) To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of 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 1,000 shares of common stock having a par value of \$.01 per share. The consideration to be paid for each share shall be fixed by the Board of Directors and such consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation, with a value, in the judgment of the Directors equivalent to or greater than the full par value of the shares.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The Corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time, as provided in the By-laws, but shall never be less than one. The names and street addresses of the initial Directors are:

Name	Address
Antoinette D. Plogstedt	34 E. Pine Street Orlando, Florida 32801
Richard E. Larsen	34 E. Pine Street Orlando, Florida 32801

ARTICLE VII. INCORPORATOR

The name and address of the Incorporator is:

Name	Address
Antoinette D. Plogstedt	34 E. Pine Street Orlando, Florida 32801

The Incorporator of the Corporation assigns to this Corporation her rights under Section 607.0201, Florida Statutes, to constitute a Corporation, and she assigns to those persons designated by the Board of Directors any rights she may have as Incorporator to acquire any of the capital stock of this Corporation, this assignment becoming effective on the date corporate existence begins.

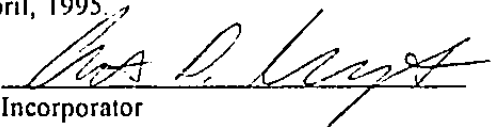
ARTICLE VIII. BYLAWS

The power to adopt, alter, amend, or repeal the By-Laws of this Corporation shall be vested in the Board of Directors pursuant to the terms of the By-Laws.

ARTICLE IX. AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Article of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the Corporation by the unanimous approval or consent of the Board of Directors. Thereafter, every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Article of Incorporation this 13th day of April, 1995.


Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

Pursuant to Section 48.091 and 607.0501, Florida Statutes, the following is submitted:

That Larsen & Plogstedt, 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 34 E. Pine St., Orlando, Orange County, Florida, 32801, has named Antoinette D. Plogstedt, located at 34 E. Pine St., Orlando, Orange County, Florida, 32801, as its Registered Agent to accept service of process within this state.

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95 APR 17 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT

Having been named as registered agent to accept service of process for the corporation named above, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in that 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.


ANTOINETTE D. PLOGSTEDT

P95000031534

LARSEN & PLOGSTEDT, P.A.

ATTORNEYS AT LAW

RICHARD E. LARSEN*
ANTOINETTE DiPALMA PLOGSTEDT

*ALSO ADMITTED IN ILLINOIS

34 EAST PINE STREET
ORLANDO, FLORIDA 32801

TELEPHONE (407) 841-1069
FACSIMILE (407) 425-8536

April 23, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

700000172065817
-04/23/96--01002--020
*****87.50 *****87.50

RE: LARSEN & PLOGSTEDT, P.A.

Dear Sir/Madam:

Enclosed please find an original and a copy of the Articles of Amendment for the above-named corporation. In addition, a check in the amount of \$87.50 is enclosed which represents the following fees:

Filing Fees:	35.00
Certified Copy:	<u>52.50</u>

TOTAL \$ 87.50

Please return a certified copy of the Articles of Amendment to the undersigned. Your prompt attention to this matter is appreciated.

Sincerely,


ANTOINETTE PLOGSTEDT

ADP/

Enclosures

SH 5/3
NC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 26 PM 2:00

**ARTICLES OF AMENDMENT
OF
LARSEN & PLOGSTEDT, P.A.**


The undersigned, acting as President and Chairperson of the Board of Directors of LARSEN & PLOGSTEDT, P.A., under the Florida Business Corporation Act, amends and restates Article I of its Articles of Incorporation, as follows:

ARTICLE I. NAME

The name of the Corporation is: ANTOINETTE PLOGSTEDT, P.A.

The Amended Article was adopted and approved by the Shareholders and the Board of Directors on April 15, 1996, and the number of votes cast for the amendment by the Shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 16th day of April, 1996.



ANTOINETTE PLOGSTEDT
President
Chairperson of the Board of Directors

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 26 PM 2:00