

Hulme & Chapman
Attorneys At Law
712 U. S. Highway One
Suite 301
North Palm Beach, Florida 33408

Antonia 'Toni' Hulme
Gary L. Chapman
June Pinner - Legal Assistant

Tel: (407)842-0266
Fax: (407)842-7749

P95000038611

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

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-05/15/95--01006--013
****122.50 ****122.50

Gentlemen:

We are enclosing two executed originals of Articles of Incorporation for Hulme & Chapman, P.A. We are also enclosing our check in the amount of \$122.50, covering the following:

Filing Fee	\$ 35.00
Registered Agent Fee	\$ 35.00
Certified Copy	<u>\$ 52.50</u>
Total	\$122.50

Should you require anything further, please do not hesitate to contact us.

Sincerely,

Toni Hulme

Toni Hulme

TH:jp
Enc.

B. REGISTER MAY 16 1995

FILED
95 MAY 15 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
HULME & CHAPMAN, P.A.**

FILED
95 MAY 15 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME

The name of the corporation is HULME & CHAPMAN, P.A.

ARTICLE II. DURATION

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

ARTICLE III. 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 thereto. 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.
- c. The professional services of this 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 IV. CAPITAL STOCK

The total number of shares of capital stock which the corporation shall be authorized to issue is 500 shares. Such shares shall be of a single class of common stock., and shall be without par value.

ARTICLE V. CAPITALIZATION

The amount of capital with which the corporation will begin to practice the profession of law is not less than \$500.00.

ARTICLE VI. PRINCIPAL OFFICE

The address of the corporation's principal office is 712 U.S. Highway One, Suite 301, City of North Palm Beach, County of Palm Beach, State of Florida 33408. The name of the initial registered agent of the corporation, located at such office, is Antonia L. Hulme.

ARTICLE VII. CORPORATE POWERS

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

ARTICLE VIII. SUBSCRIBERS

The name and address of each person signing these articles of incorporation as a subscriber is:

Name	Address
Antonia L. Hulme	10641 S.E. LeParc Drive Tequesta, FL 33469
Gary L. Chapman	1801 Ocean Drive, #J216 Boynton Beach, Fl 33426

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 two, and the names and addresses of the initial directors are:

Name	Address
Antonia L. Hulme	10641 S.E. LeParc Drive Tequesta, FL 33469
Gary L. Chapman	1801 Ocean Drive, #J216 Boynton Beach, Fl 33426

The initial directors shall hold office until their successors are elected and qualify as provided in the bylaws. Thereafter the term of office of each director shall be until the election and qualification of a successor. The number of directors set forth herein and constituting the initial board of directors shall be the authorized number of directors until such 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 ten (10) days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws, the internal affairs of the corporation are to be regulated and managed in accordance with such 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 two-thirds of the outstanding shares of the corporation entitled to vote thereon. 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 him.

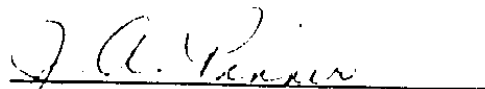
In witness hereof, we, the undersigned incorporators of this corporation, have executed these articles of incorporation at North Palm Beach, Florida, on this 11th day of May, 1995.


Antonia L. Hulme


Gary L. Chapman


STATE OF FLORIDA
COUNTY OF PALM BEACH

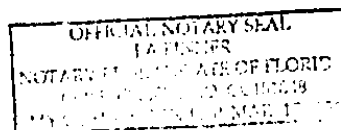
The foregoing Articles of Incorporation were acknowledged before me, the undersigned authority, this 11 day of May, 1995, by ANTONIA L. HULME, who is personally known to me.


Notary Public
My Commission expires:

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation were acknowledged before me, the undersigned authority, this 11 day of May, 1995, by GARY L. CHAPMAN, who is personally known to me.


Notary Public
My Commission expires:



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

FILED

95 MAY 15 PM 12:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 607.325 of the Florida General Corporation Act, the following is submitted:


HULME & CHAPMAN, P.A., with its place of business at 712 U.S. Highway One, Suite 301, City of North Palm Beach, Florida, has named ANTONIA L. HULME, located at 712 U.S. Highway One, City of North Palm Beach, State of Florida, as its agent to accept service of process within Florida.

Dated May 11, 1995


Antonia L. Hulme, President

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 accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

Dated May 11, 1995


Antonia L. Hulme

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Hulme & Chapman, P.A.
Attorneys At Law
7121 Highway One, Suite 36
North Palm Beach, Florida 33408

Antonia 'Toni' Hulme
Gary L. Chapman
June Pinner - Legal Assistant

Tel: (407)842-0266
Fax: (407)842-7749

September 28, 1995

NOTICE OF CHANGE OF ADDRESS

EFFECTIVE OCTOBER 1, 1995, THE OFFICES OF

HULME & CHAPMAN, P.A.
CHARTER NO. P95 000038611
WILL OCCUPY NEW OFFICES LOCATED IN

CRYSTAL TREE PLAZA
1201 U.S. HIGHWAY ONE, SUITE 36
NORTH PALM BEACH, FLORIDA 33408

NEW TELEPHONE: (407) 625-8787

NEW FAX: (407) 625-6775

JB 10-19