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DON L. BROWN

100 N. THORNTON AVENUE
ORLANDO, FL 32801-2104
FAX (407) 425-7679

July 20, 1995

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Post Office Box 6327
Tallahassee, Florida 32301

RECEIVED
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA
JUL 21 1995

RE: DOROTHY J. McMICHEN, P.A.

Dear Madam/Sir:

Enclosed herewith please find the following relative to the filing of the above-referenced corporation:

1. Original and one copy of Articles of Incorporation
2. Check in the sum of \$122.50, to cover the following:

| | | |
|----|------------------------------|-----------------|
| A. | Filing Fees | 35.00 |
| B. | Certified Copy | 52.50 |
| C. | Registered Agent Designation | 35.00 |
| | | <u>\$122.50</u> |

Thank you for your help in this matter.

Sincerely,

Dorothy J. McMichen
DOROTHY J. McMICHEN

DJM/tjw

Enclosures (As stated)

1095-14822

1095-14822
7-21-95
RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
95 JUL 31 AM 11:14



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 24, 1995

DOROTHY J. MCMICHEN
P.O. BOX 1153
ORLANDO, FL 32802-1153

SUBJECT: DOROTHY J. MCMICHEN, P.A.
Ref. Number: W95000014822

We have received your document for DOROTHY J. MCMICHEN, P.A. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Farmer
Document Specialist

Letter Number: 495A00035106

ARTICLES OF INCORPORATION
OF
DOROTHY J. McMICHEN, P.A.

The undersigned subscriber to these articles of incorporation, being duly licensed to practice law under the laws of the State of Florida, adopts these articles to form a corporation under the Professional Service Corporation Act, F.S. Chapter 621, and other laws of the State of Florida.

95 JUL 31 AM 11:14
SECRETARY OF STATE
FLORIDA

ARTICLE I. NAME

The name of the professional service corporation is Dorothy J. McMichen, P.A.

ARTICLE II. PURPOSES

The professional service corporation is formed to engage in every phase and aspect of the practice of law. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds or any other type of investment, and own real and personal property necessary for the rendering of professional services.

ARTICLE III. TERM OF EXISTENCE

The professional service corporation shall have perpetual existence commencing on the date these articles of incorporation are filed with the Department of State of Florida.

ARTICLE IV. CAPITAL STOCK

The capital stock of the professional service corporation shall be seven thousand [7,000] shares of common stock having a par value of One Dollar [\$1.00] per share. None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed to practice law in the State of Florida.

ARTICLE V. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this profes-

nional service corporation is 1500 East Concord Street, Orlando, Florida 32803. The mailing address of the corporation is the same. The name and address of the initial registered agent at that address is Dorothy J. McMichen, 1500 East Concord Street, Orlando, Florida 32803.

ARTICLE VI. BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of one [1] member. The names and address of the member of the first board of directors are:

Dorothy J. McMichen
1026 Worthing Court
Winter Park, Florida 32792

ARTICLE VII. SUBSCRIBER

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

Dorothy J. McMichen
1026 Worthing Court
Winter Park, Florida 32792

ARTICLE VIII. RESTRAINT ON ALIENATION OF SHARES

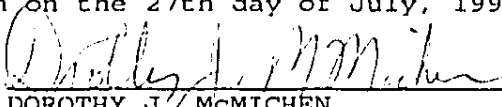
The shareholders of the professional service corporation shall have the power to include in the bylaws, adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer or other disposition of any of the outstanding stock of the professional service corporation by and of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions and details, of the disposition shall be determined by the shareholders of the professional service corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of the third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No stockholder of the

professional service corporation may sell or transfer his/her stock in the corporation except to another individual who is eligible to be a shareholder of the professional service corporation, and the sale or transfer may be made only after it has been approved by a shareholder meeting especially called for that purpose. If any shareholder becomes legally disqualified to practice law in the State of Florida or is elected to a public office or accepts employment that places restrictions or limitations on his/her continuous rendering of such professional services, that shareholder's shares of stock shall immediately become subject to purchase by the professional service corporation in accordance with the bylaws adopted by the shareholders.

ARTICLE IX. AMENDMENT

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation on the 27th day of July, 1995.

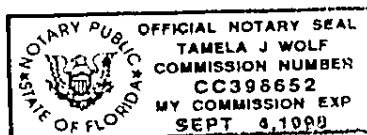

DOROTHY J. McMICHEN

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgements, personally appeared Dorothy J. McMichen, who is personally known to me and to me known to be the person described in and who executed the foregoing instrument and acknowledged before me the execution of same.

WITNESS my hand and official seal in the County and State last aforesaid this 27th day of July, 1995.


TAMELA J. WOLF
NOTARY PUBLIC
My Commission Expires:



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

n pursuance of Chapter 48.091, Florida Statutes, the
following is submitted in compliance with said Act.

FIRST: That DOROTHY J. McMICHEN, P.A., desiring to
organize under the laws of the State of Florida, with its principal
offices located at 1500 East Concord Street, Orlando, Florida
32803, has named DOROTHY J. McMICHEN, ESQUIRE of 1500 East Concord
Street, Orlando, Florida 32803, as its agent to accept service of
process within this State.

SECOND: Having been named to accept service of process
for the above stated corporation, at the 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.


DOROTHY J. McMICHEN

55 JUL 31 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA