

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-224-0000
FAX 904-224-0001

800-342-8086

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LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 07210000000000000000

REFERENCE : 676438 9545A

AUTHORIZATION : *Patricia Pyjuts*

COST LIMIT : 0 122.50

ORDER DATE : September 7, 1995

ORDER TIME : 8:50 AM

ORDER NO. : 676438

CUSTOMER NO: 9545A

CUSTOMER: Mr. Tracy Parrow
OMNI LAW CHARTERED

Suite 304
4502 East Tamiami Trail
Naples, FL 33962

8000015812371

DOMESTIC FILING

NAME: GARBER & JAY, P.A.

XXX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Denny G. Smith

EXAMINER'S INITIALS: _____

T. BROWN SEP - 8 1995

FILED
95 SEP - 8 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

GARBER & JAY, P.A.

FILED
95 SEP -8 PM 12:59
RECEIVED STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 621 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

GARBER & JAY, P.A.

The address of the principal office of this corporation shall be 4532 East Tamiami Trail, Suite 304, Naples, Florida 33962, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in every aspect of the business of rendering the same professional services to the public that an Attorney at Law, duly licensed under the laws of the State of Florida, is authorized to render. This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$10.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

David F. Garber Dir./Pres.	4532 East Tamiami Trail, Suite 304 Naples, Florida 33962
Jana V. Jay Sec./Treas.	Same

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on September 8, 1995.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

CLD/dgs

P95000069279

Garber & Jay, P.A.

Suite 304

4532 East Tamiami Trail
Naples, Florida 39962

David F. Garber, Attorney at Law

Anna V. Jay, Attorney at Law

Tracy H. Belosky, Notary Public

Telephone: 941-774-1400

Facsimile: 941-774-6687

July 30, 1996

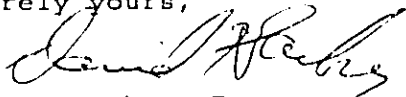
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Garber & Jay, P.A.

Dear Sirs,

Please find enclosed a Statement of Change of Registered Office or Registered Agent in the above referenced entity. I would appreciate if you would make these changes. I also enclose my check in the amount of \$35.00 to cover your fees.

Sincerely yours,



David F. Garber, Esq.

DFG/tmp
enc.

400001910864
-08/01/96--01069--002
*****35.00 *****35.00

STAMP: 96 AUG -1 11:11:13
RECHARGE

7.1. AUG - 0 1996

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 507.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: Garber & Jay, P.A.

1b. Date of incorporation September 8, 1995 Document number P95000069279

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

Corporation Service Company
1201 Hays Street, Tallahassee, Florida 32301

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

David F. Garber
4532 East Tamiami Trail, Suite 304, Naples, Florida 34112

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

David F. Garber
SIGNATURE
July 30, 1996
DATE

David F. Garber, President
Typed or printed name and title

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE *David F. Garber*
(Registered Agent)
DATE July 30, 1996

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