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LAW OFFICE
M. DWIGHT EVANS

FIRST UNION BANK BUILDING
SUITE 100
351 SOUTH CYPRESS ROAD
POMPANO BEACH, FLORIDA 33060

TELEPHONE (305) 785-3330
FACSIMILE (305) 785-3440

MAILING ADDRESS
P.O. BOX 618
POMPANO BEACH, FL
33060-0001

ALSO ADMITTED IN VIRGINIA

December 27, 1995

Secretary of State
Division of Corporation
409 E. Gaines Street
Tallahassee, Florida 32399

EFFECTIVE DATE
Dec. 28, 1995

Re: Filing of Articles of Incorporation;
M. Dwight Evans, P.A.

Dear Sir/Madam:

I am enclosing herewith an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed, which represents the following fees:

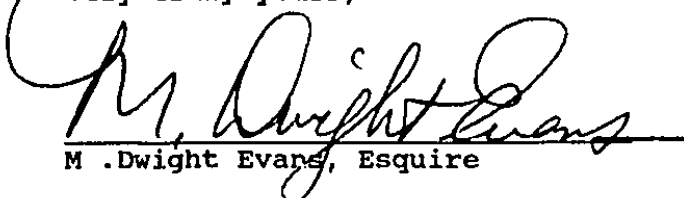
Filing Fee	\$ 35.00
Certified Copy	\$ 52.50
Registered Agent Fee	\$ 35.00
TOTAL	\$ 122.50

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****122.50 ****122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter is greatly appreciated.

Very truly yours,


M. Dwight Evans, Esquire

MDE/yi

encs.
check no.: 621 & 607

FILED
95 DEC 29 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

G3 12/29/95

FILED

95 DEC 29 PM 3:22

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

M. DWIGHT EVANS, P.A.

I, the undersigned make, subscribe, acknowledge, and file with the Secretary of State of Florida, these Articles of Incorporation for the purpose of forming a professional service corporation for profit in accordance with the laws of the State of Florida.

[ARTICLE I - NAME]

The name of the corporation shall be
EVANS, P.A.

M. DWIGHT

[ARTICLE II - PLACE OF BUSINESS]

EFFECTIVE DATE

Dec. 28, 1995

The principal place of business shall be situated at 351 South Cypress Road, Suite #100, Pompano Beach, Florida, 33060, and said corporation shall have the right and privilege of establishing, operating, and doing business in such other counties of the State of Florida, the State of Virginia, and in such other states of the United States and foreign countries, as the Board of Director(s) may from time to time order and establish.

[ARTICLE III - NATURE OF BUSINESS]

The general nature of the business to be transacted by this corporation is as follows:

To render through its officers, employees, and agents, who are duly licensed or otherwise legally authorized, professional services as attorney(s) and counselor(s) at law, and related

services; and to engage in such other activities or duties normally performed by a duly licensed attorney and counselor at law; and to engage in any activities or business permitted under the laws of the United States, Virginia, and Florida, for a professional corporation.

[ARTICLE IV - CAPITAL STOCK]

This corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value common stock. Corporate stock may be subscribed to, issued or reissued only to individuals duly licensed as attorneys in the State of Florida or Virginia. After issuance, stock of the corporation may be sold, assigned or otherwise transferred only to an individual duly licensed as an attorney in the State of Florida or Virginia.

No shareholder of the corporation shall enter into a voting trust agreement or any other type agreement vesting in another authority to exercise the voting power of any or all of his stock.

If any shareholder of the corporation becomes legally disqualified to render professional services as an attorney within the State of Florida or Virginia, or accepts employment that places legal restrictions or limitations upon his ability to continue to render service to the corporation, as an attorney, he shall then sever all employment and financial interest in the corporation and liquidate or transfer his stock interest therein.

[ARTICLE V - VOTING POWERS]

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

[ARTICLES VI - DURATION]

This corporation shall have perpetual existence commencing on the date of execution and acknowledgement of these articles.

[ARTICLES VII - INITIAL ADDRESS]

The post office address of the corporation shall be Post Office Box 6185, 351 South Cypress Road, Suite 100, Pompano Beach, Florida 33060-0001.

[ARTICLE VIII - DIRECTORS]

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one.

[ARTICLE IX - INITIAL DIRECTOR]

The name and street address of the first member of the Board of Directors, who is of full age and is a citizen of the United States, and who shall hold office for the first year of the corporation's existence, or until his successor is elected and has qualified, is as follows:

<u>Name</u>	<u>Address</u>
M. Dwight Evans	351 South Cypress Road, Suite # 100 Pompano Beach, Florida 33060-0001

[Article X- SUBSCRIBER]

The name and residence address of the subscriber of this corporation are as follows:

Name	Address
M. Dwight Evans	1565 N.W. 3rd Terrace, Pompano Bch, Fl 33060

[Article XI- REGISTERED AGENT AND OFFICE]

The address of the corporation's registered office shall be 351 South Cypress Road, Pompano Beach, Florida 33060, and the name of its registered agent at said address shall be M. Dwight Evans Esquire.

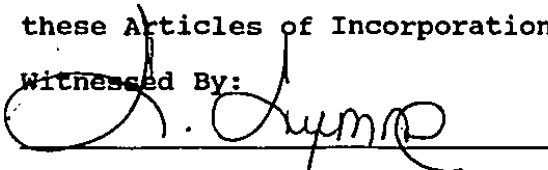
[ARTICLE XII- ACCEPTANCE OF REGISTERED AGENT]

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the duty and responsibility to act in this capacity.


M. Dwight Evans, Esquire

I, the undersigned, being the Subscriber and Incorporator of this corporation for the purpose of forming the professional service corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 28th day of December 1995.

Witnessed By:




Subscriber

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared M. Dwight Evans, Esquire, to me known to be the person who executed the foregoing Articles of Corporation and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this
28th day of December, 1995.





Notary Public State Of Florida

My Commision expires: