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CSC networks

PROFESSIONAL
LEGAL & FINANCIAL SERVICES

RECEIVED
96 JAN 12 AM 9:26
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 799101. T9341A
Patricia. T9341A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : January 11, 1996

ORDER TIME : 3:58 PM

ORDER NO. : 799101

CUSTOMER NO: 9341A

200001687902

CUSTOMER: William Rambaum, Esq
WILLIAM RAMBAUM, ESQ., P.A.

Suite 101
622 Bypass Drive
Clearwater, FL 34624

DOMESTIC FILING

NAME: THOMAS W. CAREY AND
ASSOCIATES, P.A.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

FILED
96 JAN 12 PM 1:06
FILING OFFICE
TALLAHASSEE, FLORIDA

SAB
1/12/96

FILED

96 JAN 12 PM 1:00

CLERK OF COURT
JAN 12 1996

ARTICLES OF INCORPORATION
OF

THOMAS W. CAREY AND ASSOCIATES, P.A.

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:

THOMAS W. CAREY AND ASSOCIATES, P.A.

The address of the principal office of this corporation shall be 622 Bypass Drive, Suite 100, Clearwater, Florida 34624, 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, 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 7,500 shares of common stock having \$1.00 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:

Thomas W. Carey
Dir./Pres./Sec./Treas.

622 Bypass Drive, Suite 100
Clearwater, Florida 34624

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 January 11, 1996.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*
Its Agent, Gail Shelby

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: *Gail Shelby*
Its Agent, Gail Shelby

LEL/jlm

FILED
96 JUN 12 PM 1:03

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1201 HAYS STREET

TALLAHASSEE, FL 32301

904-222-0171

904-222-0171 FAX

800-142-6000



95 MAR 15 AM 9:43
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 799101 9341A

AUTHORIZATION : *3/15/96*

COST LIMIT : \$ 35.00

ORDER DATE : 3-15-96

ORDER TIME : 8:41 AM

ORDER NO. : 799101

8000001744719

CUSTOMER NO: 9341A

CUSTOMER: William Rambaum, Esq
William Rambaum, Esq., P.a.
Suite 101
622 Bypass Drive
Clearwater, FL 34624

CHANGE OF AGENT

NAME: THOMAS W. CAREY AND ASSOCIATES
P.A.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED CCOPY
XXX PLAIN STAMPED COPY

CONTACT PERSON: Harry B. Davis

N. HENDRICKS MAR 15 1996

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 MAR 15 PM 1:24

FILED

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 607.0502, 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: THOMAS W. CAREY AND ASSOCIATES, P.A.

1b. Date of Incorporation JANUARY 12, 1996 Document number D96000004124

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

Corporation Service Company

1201 Hays Street, Tallahassee, FL 32301

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

Thomas W. Carey

622 Bypass Drive, Suite 100

Clearwater, FL 34624

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.

* [Signature]
SIGNATURE

Thomas W. Carey, President/Secretary/
Treasurer

Typed or printed name and title

DATE

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 COM-
plete PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE [Signature]

(Registered Agent)

DATE 2/23/96

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