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ACCOUNT NO. : 072100000032

REFERENCE : 184896 81599A

AUTHORIZATION : Patricia Pigott

COST LIMIT : $ 122.50

ORDER DATE : December 11, 1996

ORDER TIME : 3:32 PM

ORDER NO. : 184896-005

CUSTOMER NO: 81599A

500002026635--4

CUSTOMER: Marc P. Ossinsky, Esq
MARC P. OSSINSKY, P.A.

210 North Wymore Road

Winter Park, FL 32789

FILED
96 DEC 11 AM 11:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

EFFECTIVE DATE
12-10-96

NAME: H.C. STONE & ASSOCIATES, INC.

RECEIVED
96 DEC 11 PM 4:07

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
_____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
_____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS: DEC 1 2 1996 BSB

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

H.C. STONE & ASSOCIATES, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

EFFECTIVE DATE 12-10-96

Article 1. Name and Address. The name and address of the Corporation is:

H.C. STONE & ASSOCIATES, INC.
528 Bridle Path, Casselberry, FL 32707

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

a. to engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way;

b. to do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them;

Article 4. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 3,000 shares of common stock. Such shares shall be of a single class and shall have a par value of $1.00 per share.

Article 5. Initial Registered Office and Agent. The street address of the initial registered office of the Corporation is 528 Bridle Path, Casselberry, FL 32707 and the name of its initial Registered Agent at that address is Harry C. Stone, II.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1). The name and address of each initial Director of the Corporation is as follows:

Name	Address
Harry C. Stone, II	528 Bridle Path Casselberry, FL 32707

Article 7. Incorporators. The name and address of each Incorporator is as follows:

Harry C. Stone, II
528 Bridle Path, Casselberry, FL 32707

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

Article 9. Indemnification. The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

Article 10. Stock Transfer Restrictions. Shares of capital stock of the Corporation shall be issued to the following persons in the following amounts upon payment of the consideration determined by the Board of Directors:

Shareholder	Number of Shares
Harry C. Stone, II	100

Shares held by each Shareholder may not be sold or otherwise transferred to other persons unless first offered to this Corporation or to the remaining Shareholders in proportion to their shares. The price, terms and other provisions regarding this restriction may be specified by written agreement among the Shareholders, which agreement may expand this Article and which may also include the Corporation as a party.

Article 11. Rights of Initial Directors. Each of the initial Directors shall have the right to be a Director of the Corporation as long as that respective Director is a Shareholder of the Corporation. By acquiring stock in this Corporation, each Shareholder agrees to abide by this right and to elect each of the initial Directors named in these Articles of Incorporation to the office of Director as long as that Director is a Shareholder of the Corporation. This Article may not be amended in any way without the written consent of each of the initial Directors who is a Shareholder of the Corporation at the time of the amendment.

Article 12. Bylaws. The power to adopt, alter, amend, and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments, and repeals of the Bylaws must be approved by a majority of the Shareholders.

Article 13. Commencement of Corporate Existence. In accordance with Fla. Stat. § 607.0203, the date when corporate existence shall commence is December 10, 1996.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 10th day of December, 1996.

Harry C. Stone, II, Incorporator

STATE OF FLORIDA)
ss.
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 10 day of December, 1996, by Harry C. Stone, II, of H.C. Stone & Associates, Inc., a corporation, on behalf of the corporation, who is personally known or produced FDL 5350-363-64-325-0 as identification.

TAMI L. AUSTIN
Notary Public, State of Florida
My comm. expires May 15, 1998
No. CC 436389

Tami L Austin
Notary Public
My Commission expires: 5-15-98

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

H.C. STONE & ASSOCIATES, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business 528 Bridle Path, Casselberry, FL 32707, has named Marc P. Ossinsky, P.A., located at 210 N. Wymore Rd., Winter Park, Florida as its agent to accept service of process within Florida.

Harry C. Stone, II

Incorporator
Title

Dec 10, 1996
Date

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 state that I am familiar with and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Marc P. Ossinsky, Registered Agent

12/10/96

Date

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TALLAHASSEE, FLORIDA