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TODD WATSON
ATTORNEY AT LAW

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7785 DAYMEADOWS WAY
JACKSONVILLE, FLORIDA 32256
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FILED

95 JAN 30 PM 12:22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 24, 1996

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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***+122.50 ***+122.50

Re: The Law Office of Todd Watson, P.A.

Dear Sir:

Enclosed is the original Articles of Incorporation for the above referenced corporation. Also enclosed is our check in the amount of \$122.50 which represents the \$35.00 filing fee, \$52.50 fee for the certified copy of the Articles of Incorporation and \$35.00 for the registered agent fee.

Please file the Articles of Incorporation, certify and return the copy. Please contact me at your earliest convenience should you have any questions or comments concerning this matter.

Sincerely,

Ginger Cassada

Ginger Cassada
Legal Assistant

Enclosure
/gc

ARTICLES OF INCORPORATION

OF

THE LAW OFFICE OF TODD WATSON, P.A.

FILED

96 JAN 30 PM 12:22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE 1.0 NAME AND ADDRESS

The name of the Professional Corporation is: The Law Office of Todd Watson, P.A. The principal office and mailing address is 7785 Baymeadows Way, Suite 107, Jacksonville, Florida, 32256.

ARTICLE 2.0 DURATION

The duration of the Professional Corporation is perpetual.

ARTICLE 3.0 PURPOSE

The purpose for which the Professional Corporation is organized is to render professional legal services through members, officers, employees and agents who are persons duly licensed to practice law in the State of Florida.

ARTICLE 4.0 SHARES

The aggregate number of shares which the Professional Corporation is authorized to issue is One Thousand (1,000) shares of common stock. Such shares shall be of a single class and shall have a par value of \$.01/100 per share.

ARTICLE 5.0 INITIAL REGISTERED OFFICE AND AGENT

The street and mailing address of the initial registered office of the Professional Corporation 7785 Baymeadows Way, Suite 107, Jacksonville, Florida, 32256, and the name of the initial registered agent at that address is Todd Watson, Esquire.

ARTICLE 6.0 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. The names and addresses of the initial Directors of the Professional Corporation are as follows:

Todd Watson, Esquire	7785 Baymeadows Way Suite 107 Jacksonville, Florida, 32256.
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ARTICLE 7.0 THE NAME AND ADDRESS OF EACH INCORPORATOR

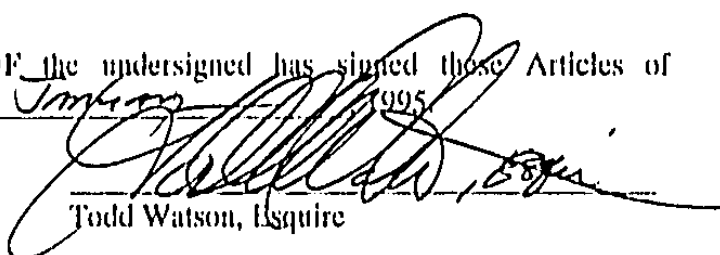
The names and addresses of the Incorporators are as follows:

Todd Watson, Esquire	7785 Baymeadows Way Suite 107 Jacksonville, Florida, 32256
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ARTICLE 8.0 AMENDMENT

The Professional 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.

IN WITNESS WHEREOF the undersigned has signed these Articles of
Incorporation on this 23 day of January, 1995.


Todd Watson, Esquire

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 23rd day of
January, 1995, by Todd Watson of Todd Watson, P.A., a Florida
Professional Corporation, on behalf of the Professional Corporation. He is personally
known to me or has produced personally known as
identification.



Signature of Notary Public

Alice V Cassada

Printed Name of Notary

Notary's Seal:

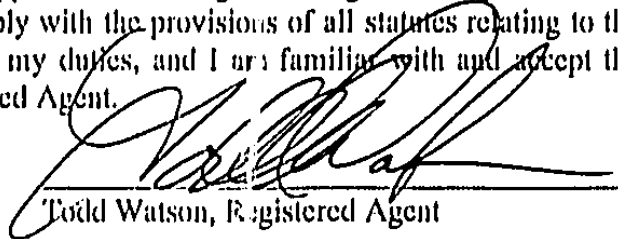
ALICE V. CASSADA
Notary Public, State of Florida
Comm. expires Mar. 24, 1996
Comm. No. CC 271750

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ACCEPTANCE BY DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

96 JAN 30 PM 12:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated Professional Corporation at the place designated in this statement, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


Todd Watson, Registered Agent

Date: January 23, 1996