

GOODMAN & WHITWORTH, P.A.  
ATTORNEYS AT LAW

P96000018502

February 21, 1996

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

Re: Goodman & Whitworth, P.A.

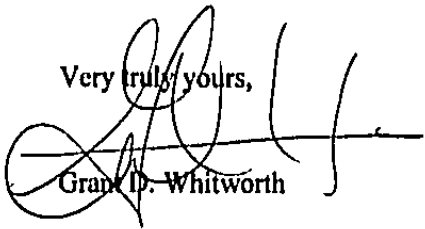
400001724404  
-02/27/96--01001--019  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

To Whom It May Concern:

Enclosed please find the Articles of Incorporation for Goodman & Whitworth, P.A. for filing, along with a check in the amount of \$70.00. Please send the verification certificate of the filing of the Articles of Incorporation to me at the address on the letterhead.

Thank you for your prompt attention to this matter. If there are any problems, please give me a call.

Very truly yours,



Grant D. Whitworth

GDW/bas  
Encls.

FEB 28 1996 BST

FILED  
96 FEB 26 PM 4:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporators, desiring to form a professional service corporation for profit, under Florida Statutes Chapters 607.0101 *et seq.*, and 621.01 *et seq.*, hereby execute and acknowledge these

FILED  
98 FEB 26 PM 4:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
*of*  
**GOODMAN & WHITWORTH, P.A.**

**ARTICLE I**

The name of this corporation shall be GOODMAN & WHITWORTH, P.A.

**ARTICLE II**

The principal office and mailing address of this corporation shall be

300 S. Hyde Park Avenue  
Suite 250  
Tampa, Fl 33606

**ARTICLE III**

This corporation is formed for the purpose of rendering professional legal services and conducting any business or business transaction lawfully permitted by Rule 4-8.6, Rules Regulating the Florida Bar and The Professional Service Corporation Act.

#### ARTICLE IV

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 1000 shares of common stock, with a par value of \$10.00 per share, the consideration for which may be paid by money, property, or services as may be fixed by the board of directors from time to time.

#### ARTICLE V

The initial registered office of this corporation shall be located at 300 S. Hyde Park Avenue, Suite 250, Tampa, Florida, 33606, and the initial registered agent of this corporation shall be **Grant D. Whitworth**, who is familiar with the obligations of that position and whose signature on these Articles constitutes his acceptance of that appointment. This corporation shall have the right to change such registered office and registered agent from time to time as provided by law.

#### ARTICLE VI

By-laws of this corporation may be adopted, altered, or amended by the directors or trustees at any regular meeting or any special meeting called for that purpose, so long as they are not inconsistent with the provision of these Articles of Incorporation.

#### ARTICLE VII

This corporation reserves the right to amend, alter, change, or repeal any provisions in these Articles in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

#### ARTICLE VIII

This corporation shall have perpetual existence.

ARTICLE IX


The incorporators of GOODMAN & WHITWORTH, P.A. are:

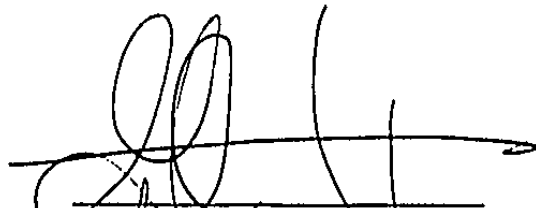
**LEA M. GOODMAN** as to 50% ownership

and

**GRANT D. WHITWORTH**, as to 50% ownership.

Signed by the incorporators this 15th day of February, 1996.

  
Lea M. Goodman

  
Grant D. Whitworth


State of Florida  
County of Hillsborough

I HEREBY CERTIFY that before me this day, personally appeared Lea M. Goodman and Grant D. Whitworth, known to be the individuals described in the foregoing Articles of Incorporation and acknowledged before me that they executed the same for the purpose therein expressed and who presented Florida Driver's Licenses as identification and did not take an oath.

WITNESS my hand and official seal in the County and State named above this 15th day of February, 1996.



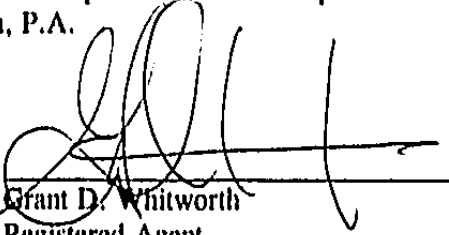
SHERRIL SINS  
My Commission CG330383  
Expires Nov. 15, 1997  
Bonded by ANB  
800-852-8878

  
Notary Public, State of Florida

**FILED**  
96 FEB 26 PM 4:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**REGISTERED AGENT'S ACCEPTANCE:**

I HEREBY affirm that I am familiar with and accept the duties and responsibilities as registered agent for Goodman & Whitworth, P.A.

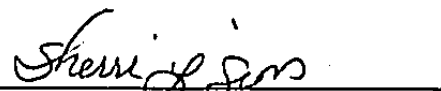
  
Grant D. Whitworth  
Registered Agent

State of Florida  
County of Hillsborough

I HEREBY CERTIFY that before me on this day, personally appeared Grant D. Whitworth, personally known to me and who acknowledged before me that he executed the registered agent's acceptance above.



SHERRIL SINS  
My Commission CC330383  
Expires Nov. 15, 1997  
Bonded by AND  
800-652-5878

  
Notary Public - State of Florida

GOODMAN & WHITWORTH, P.A.

ATTORNEYS AT LAW

P96000018502

February 17, 1997

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

800002096498--9  
-02/25/97--01054--004  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: GOODMAN & WHITWORTH, P.A.

To Whom It May Concern:

Enclosed please find the Articles of Dissolution for Goodman & Whitworth, P.A. for filing. Please send the confirmation of Dissolution to me at the address indicated as follows, not per the letterhead:

Grant D. Whitworth  
712 Jamestown Blvd., #1286  
Altamonte Springs, FL 32714

Thank you for your prompt attention to this matter. If there are any problems, please give me a call.

Very truly yours,

Grant D. Whitworth

Encls.

Diss.  
SH 2/27

FILED  
97 FEB 24 AM 10:36  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

The undersigned President of the corporation, desiring to dissolve a corporation for profit, under Florida Statutes Chapter 607.0101 *et seq.*, and 621.01 *et seq.* hereby executes and acknowledges these

**ARTICLES OF DISSOLUTION**  
*of*  
**GOODMAN & WHITWORTH, P.A.**

FILED  
OF FEB 24 AM 10:36  
TALLAHASSEE, FLORIDA

**ARTICLE I**

The name of the corporation is Goodman & Whitworth, P.A..

**ARTICLE II**

The date of issuance of its Certificate of Incorporation is February 26, 1996.

**ARTICLE III**

The shareholders authorized dissolution on December 31, 1996.

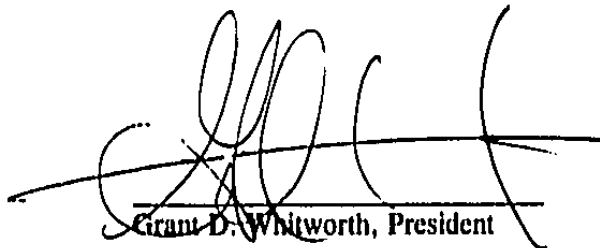
**ARTICLE IV**

No debts of the corporation remain unpaid.

ARTICLE V

The votes cast for dissolution were unanimous by the shareholders of Goodman & Whitworth, P.A. on December 31, 1996.

Signed by the President this 31st day of December, 1996.

  
Grant D. Whitworth, President

State of Florida  
County of Orange

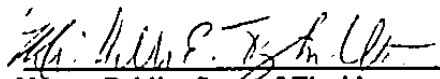
I HEREBY CERTIFY that before me this day, personally appeared Grant D. Whitworth known to be the individual described in the foregoing Articles of Dissolution and acknowledged before me that he executed the same for the purpose therein expressed and who presented Florida Driver's Licenses as identification and did not take an oath.

WITNESS my hand and official seal in the County and State named above this 17<sup>th</sup> day of February, 1997.



MICHELLE E. TIPTON  
My Comm. Exp. 7/21/00  
Bonded By Service Inc.  
No. CC571007

Notary Public, State of Florida

  
Notary Public, State of Florida