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TALLAHASSEE, FL 32304
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96 APR 5 3 35 PM '96
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 900700 7107705

AUTHORIZATION : *Patricia Pyjute*

COST LIMIT : \$ 122.50

ORDER DATE : April 5, 1996

ORDER TIME : 10:03 AM

ORDER NO. : 900700

CUSTOMER NO: 7107705

CUSTOMER: Godwin Essien, Esq
SWEETING, HALBERT & ESSIEN,
P.A.
Suite 101
227 North Magnolia Avenue
Orlando, FL 32801

300001771008

DOMESTIC FILING

NAME: SMITH, GORDON & MCFADDEN, INC.

*H/S/96
TB*

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: CLINT FUHRMAN

EXAMINER'S INITIALS: _____

RECEIVED
96 APR -5 PM 12:12
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION OF
SMITH, GORDON & McFADDEN, INC.**

ARTICLE I

Name

The name of the corporation is Smith, Gordon & McFadden, Inc.

ARTICLE II

Duration

The period of existence of the corporation is perpetual.

ARTICLE III

Principal Office and Mailing Address

The principal place of business of the corporation is:

643 North Grandview
Daytona Beach, Florida 32114

The mailing address of the corporation is the same.

ARTICLE IV

Registered Office and Registered Agent

The initial registered office is:

227 North Magnolia Avenue, Suite 101
Orlando, Florida 32801.

The name of the initial registered agent at that address is:

Godwin J. Essien

ARTICLE V

Authorized Shares

The corporation is authorized to issue one hundred (100) shares of common stock having no par value.

FILED
06 APR -5 PM 2:55
TALLAHASSEE, FLORIDA

ARTICLE VI

DIRECTORS

The board of directors of the corporation shall consist of three members. The names and addresses of the first board of directors are:

Pete Anthony Gordon	640 Dr. Mary Mcleod Bethune Boulevard Daytona Beach, Florida 32114 Lefereve Hall Room #319
Storkey Carmichael Smith	1190 Kennedy Drive Daytona Beach, Florida 32114
Deon McFadden	107 Powell Boulevard, Apartment # 3202 Daytona Beach, Florida 32114

ARTICLE VII

Incorporator

The name and address of the incorporator is:

Godwin J. Essien
227 North Magnolia Avenue, Suite 101
Orlando, Florida 32801.

IN WITNESS WHEREOF, the undersigned incorporator(s) have executed these Articles of Incorporation on April 2, 1996.



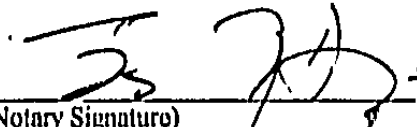
GODWIN J. ESSIEN

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 2nd day of April, 1996, by GODWIN J. ESSIEN, as incorporator of SMITH, GORDON & McFADDEN, INC., on behalf of the corporation. He has produced, known to me as identification and did not take an oath.

FILED
56 APR-5 PM 2:55
TALLAHASSEE
FLORIDA


(Notary Signature)


(NOTARY SEAL)

James Sweeting, III
(Notary Name Printed)
NOTARY PUBLIC
Commission No.
JAMES SWEETING, III
COMMISSION # CC 395078
EXPIRED SEP 24, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
STREET ADDRESS FOR SERVICE OF PROCESS**

Pursuant to Section 48.091, Florida Statutes, Smith, Gordon & McFadden, Inc. hereby designates Godwin J. Essien, 227 North Magnolia Avenue, Suite 101, Orlando, Florida 32801, as its registered agent and the street address of its registered office, respectively, for service of process within the state of Florida.

SMITH, GORDON & McFADDEN, INC.

By: 
GODWIN J. ESSIEN
Incorporator

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as the registered agent for Smith, Gordon & McFadden, Inc., for service of process within the state of Florida.


GODWIN J. ESSIEN