

796000030689

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RECORDED
96 APR -9 11:36 01
DIVISION OF CORPORATIONS

SUBJECT: Jacobs & Associates, P.A.
(Name of Corporation)

Enclosed is one (1) original and one (1) copy of the articles of amendment regarding the subject corporation along with a check in the amount of Seventy Dollars (\$70.00). Please file and return same at your earliest convenience. Thank you.

RECORDED & INDEXED
96 APR 26 10:14 AM '96
DIVISION OF CORPORATIONS

From & Return To:

Affordable AdvocatesSM
5030 South U.S. Highway 17/92
P.O. Box 181304
Casselberry, FL 32718-1304
(407) 339-4445

FILED
96 APR -9 11:10 24
DIVISION OF STATE
TALLAHASSEE, FLORIDA

Pick-up
11:00

SAB
4/9/96

ARTICLES OF INCORPORATION

OF

JACOBS & ASSOCIATES, P.A.

FILED

96 APR -9 AM 10: 24

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following Articles of Incorporation, thereby reorganizing as a Professional Service Corporation pursuant to Chapter 621, Florida Statutes:

ARTICLE ONE - NAME

The name of the corporation shall be: Jacobs & Associates, P.A.

ARTICLE TWO - PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be:

Physical Address: 5030 South U.S. Highway 17/92
Casselberry, Florida 32707

Mailing Address: P.O. Box 181304
Casselberry, Florida 32718-1304

ARTICLE THREE - TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE FOUR - NATURE OF BUSINESS

The general nature of the business to be transacted by the corporation shall be and is to engage in every aspect of the practice of law. The professional services involved in the corporation's practice of law may be rendered only through its officers, agents, and employees who are duly authorized and licensed to practice law in the State of Florida.

This corporation shall not engage in any business other than the practice of law. However, this corporation may invest its funds in real estate, mortgages, stocks, bonds, and other types of investments, and may own real and personal property necessary for the rendering of the professional services authorized hereby.

ARTICLE FIVE - CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time is 100,000 shares of common stock, each share having no par value. Said authorized shares may be divided into voting and non-voting shares before issuance by action of the Board of Directors; provided however, that in the event such designation is specifically made by the Board of Directors, said stock shall be deemed voting. Further, authorized capital stock may be paid for in cash, service or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

Moreover, the stock of this corporation may only be issued, owned, and registered in the name or names of an individual or individuals who are duly authorized and licensed to practice law in the State of Florida, and who are employees, officers, or agents of this corporation or in the name of the corporation.

ARTICLE SIX - INITIAL REGISTERED AGENT

The name and address of the initial registered agent and its registered office are:

Registered Agent: John R. Jacobs

Registered Office: 5030 South U.S. Highway 17/92
Casselberry, Florida 32707

ARTICLE SEVEN - INITIAL DIRECTOR(S)

The number of directors constituting the initial Board of Directors of the corporation is one, and the name and the address of the person who is to serve as a director until the first meeting of shareholders or until his successor is elected and qualified is:

John R. Jacobs
Attorney at Law
P.O. Box 181304
Casselberry, Florida 32718-1304

ARTICLE EIGHT - LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE NINE - SELF DEALING

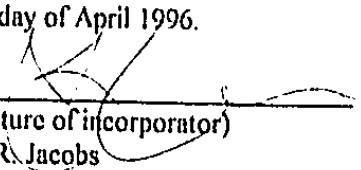
No contract or other transaction between the corporation and other corporations shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

ARTICLE TEN - INCORPORATOR(S)

The name and address of the incorporator to these Articles of Incorporation is:

John R. Jacobs
5030 South U.S. Highway 17/92
P.O. Box 181304
Casselberry, Florida 32718-1304

The undersigned incorporator hereby declares, under the penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true. The undersigned has executed the Articles of Incorporation this 3 day of April 1996.



(signature of incorporator)
John R. Jacobs

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT & REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT AND REGISTERED OFFICE, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

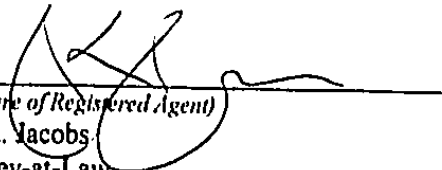
Jacobs & Associates, P.A.

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

John R. Jacobs
Attorney-At-Law
5030 South U.S. Highway 17/92
Casselberry, Florida 32707

FILED
96 APR -9 AM 10:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 to 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.


(Signature of Registered Agent)

John R. Jacobs
Attorney-at-Law

4-4-96
(Date)

P96000030689

TRANSMITTAL LETTER

Department of State
Division of Corporations
Attn: Fictitious Name Division
P.O. Box 6327
Tallahassee, Florida 32314

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
AUG 7 1995

SUBJECT: Jacobs & Associates, P.A.

Enclosed is one (1) original and one (1) copy of the articles of amendment regarding the subject corporation along with a check in the amount of thirty-five dollars (\$35.00). Please file and return same at your earliest convenience. Thank you.

RECEIVED
SECRETARY OF STATE
TALLAHASSEE FLORIDA
AUG 7 1995
PM 3:49

From & Return To:

John R. Jacobs, P.A.
5030 South U.S. Highway 17/92
P.O. Box 181304
Casselberry, FL 32718-1304
(407) 339-4445

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
AUG 7 1995
PM 1:13

8/7

John
Jacobs
Change

ARTICLES OF AMENDMENT
ARTICLES OF INCORPORATION
OF
JACOBS & ASSOCIATES, P.A.

96 AUG -7 PM 3:49
SECRETARY FALLAHASSEF FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

Amendments adopted:

ARTICLE ONE - NAME

The name of the corporation shall be: John R. Jacobs, P.A.

The date of amendment adoption: August 2, 1996.

The amendment was adopted by the Shareholders. The number of votes cast for the amendment was sufficient for Approval.

IN WITNESS WHEREOF, the undersigned hereby declares, under the penalties of perjury, that the statements made in the foregoing Articles of Amendment are true and the undersigned has hereunto set his hand and seal on this 7th of August, 1996.


John R. Jacobs
President