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DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 913538 157550A

AUTHORIZATION :

COST LIMIT :

Patricia P. Pizab

ORDER DATE : April 10, 1996

ORDER TIME : 10:30 AM

ORDER NO. : 913538

CUSTOMER NO: 157550A

CUSTOMER: Ms. Rita D. Taylor
CASS GRAHAM & FISHER, P.A.

200001775442

Suite 375
324 S. Hyde Park Avenue
Tampa, FL 33606

DOMESTIC FILING

NAME: JOHN H. FISHER, P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS: _____

SECRETARY OF STATE
TALLAHASSEE FLORIDA

96 APR 10 PM 1:36

FILED

GB 4/10/96

ARTICLES OF INCORPORATION
OF
JOHN H. FISHER, P.A.

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DEPT. OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator hereby forms a professional service corporation pursuant to the Florida Professional Service Corporation and Limited Liability Company Act.

ARTICLE I

NAME AND ADDRESS

The name of this corporation is JOHN H. FISHER, P.A. The corporation's address is 324 Hyde Park Avenue, Suite 375, Tampa, Florida 33606.

ARTICLE II

COMMENCEMENT OF CORPORATE EXISTENCE

The corporation's existence will commence March 15, 1996, provided however, that such date is within five business days prior to the date these Articles of Incorporation are filed by the Department of State of the State of Florida. If such date is not within five business days of the date of filing, then the corporation's existence will commence on the date these Articles of Incorporation are filed by the Department of State of the State of Florida.

ARTICLE III

BUSINESS AND POWERS

The corporation will engage only in the business of providing professional legal services; provided, however, that it may invest funds in real estate, mortgages, stocks, bonds and any other type of investments and own property necessary for the rendering of professional legal services. The corporation will have the power and authority to do everything necessary, proper, advisable or convenient to accomplish its purposes and to do all other things incidental thereto or connected therewith which are not prohibited by law or these Articles of Incorporation.

ARTICLE IV

AUTHORIZED SHARES

The corporation is authorized to issue 100 shares of \$0.01 par value common stock, each of which will confer the same rights and privileges as conferred by all the other common shares of the corporation.

ARTICLE V

RESTRICTION ON ISSUANCE AND TRANSFER OF STOCK

The corporation will issue its shares only to persons legally authorized to engage in the practice of law. No shareholder may transfer shares to anyone other than a person legally authorized to engage in the practice of law.

ARTICLE VI

PREEMPTIVE RIGHTS

Shareholders of the corporation will not have preemptive rights.

ARTICLE VII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 324 Hyde Park Avenue, Suite 375, Tampa, Florida 33606 and the initial registered agent at that same address is JOHN H. FISHER.

ARTICLE VIII

INITIAL DIRECTOR

The following named person will be the initial director of the corporation:

JOHN H. FISHER

The initial director will hold office for the first year of the corporation's existence and until his

successor is duly elected and qualified, subject to his earlier registration, or his removal by the shareholders of the corporation at any time with or without cause.

ARTICLE IX

INCORPORATOR

The name and address of the incorporator is JOHN H. FISHER, 324 Hyde Park Avenue, Suite 375, Tampa, Florida 33606.

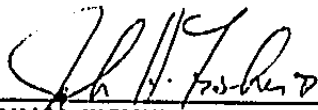
The incorporator has executed these Articles of Incorporation March 14, 1996.



JOHN H. FISHER, Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, hereby accepts her designation as registered agent of JOHN H. FISHER,
P.A. and acknowledges that she is familiar with and understands the obligation of this position.



JOHN H. FISHER

Date: March 14, 1996

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CLERK OF STATE
OFFICE OF THE CLERK OF STATE
TALLAHASSEE, FLORIDA