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March 22, 1996

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Maxwell W. Wells, Jr., P.A.

Gentlemen:

200001765052
-04/01/96--01082--012
****122.50 ****122.50

Enclosed is the original and one copy of the Articles of Incorporation for the above-referenced corporation, and a check in the amount of \$122.50 in payment of the following:

Filing fee	\$ 35.00
Designation of Registered Agent fee	35.00
Certified copy of Articles	<u>52.50</u>
Total:	<u>\$122.50</u>

Please return the certified copy of the Articles of Incorporation to the undersigned.

Very sincerely yours,



Maxwell W. Wells, Jr.

MWWJr:JJ

Enc.

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
95 APR -1 PM 3:21

691
696-7461

GB 4/16/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

96 APR -1 PM 2:21
FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

April 8, 1996

MAXWELL W. WELLS, JR.
P.O. BOX 3628
ORLANDO, FL 32802-3628

SUBJECT: MAXWELL W. WELLS, JR., P.A.
Ref. Number: W9600007461

We have received your document for MAXWELL W. WELLS, JR., P.A. and your check(s) totalling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must state the number of shares of authorized stock.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6931.

Garrett Blanton
Document Specialist

Letter Number: 196A00015845

ARTICLES OF INCORPORATION

A PROFESSIONAL ASSOCIATION

OF

MAXWELL W. WELLS, JR., P.A.

The undersigned natural person, competent and admitted to practice as an attorney under the laws of the State of Law, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida General Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, do hereby adopt the following Articles of Incorporation:

ARTICLE I
NAME OF PROFESSIONAL ASSOCIATION

The name of this professional association will be: MAXWELL W. WELLS, JR., P.A.

ARTICLE II
PURPOSES

The general nature and purpose of business to be transacted, promoted and carried on by the professional association are as follows:

A. To render professional legal services to the general public, and to do all things in connection therewith that are customarily done by licensed attorneys under the laws of the State of Florida;

B. To invest its funds in real estate, mortgages, stocks, bonds, or other types of investments, and to own real or personal property necessary for the rendering of professional services.

The business of the corporation shall be limited to the foregoing activities.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of common stock that the professional service corporation is authorized to have outstanding at any time shall be One Hundred (100) shares of par value common stock at Ten and No/100 (\$10.00) Dollars per share. The Board of Directors may fix the consideration for which shares shall be issued, but not less than par value, and upon payment of the consideration so fixed, whether such payment be in money, property or services, such shares shall be fully paid and non-assessable.

ARTICLE IV
EFFECTIVE DATE OF INCORPORATION AND DURATION

This professional association shall be deemed to have come into existence on April 1, 1996. The professional association shall have perpetual existence.

ARTICLE V
ADDRESS AND REGISTERED AGENT

The address of this professional association's principal office and its initial registered office is 105 East Robinson Street, Orlando, Florida 32801, and the name of its initial registered agent at said address is Maxwell W. Wells, Jr.

ARTICLE VI
INCORPORATOR

The name and address of the Incorporator is: Maxwell W. Wells, Jr., 105 East Robinson Street, Orlando, Florida 32801.

ARTICLE VII
BOARD OF DIRECTORS

The professional association shall have a Board of Directors consisting of one (1) person. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders but shall never be less than one (1).

The name and address of the initial Director of this professional association is:

Maxwell W. Wells, Jr.

105 East Robinson Street
Orlando, Florida 32801

ARTICLE VIII
INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the professional association as part of the corporate records.

ARTICLE IX
SEVERANCE AND TERMINATION OF EMPLOYMENT

If any officer, director, stockholder, agent or employee of this professional association becomes legally disqualified to render the professional services for which the professional association is organized, or accepts employment that places restrictions or limitation on his continued rendering of such professional services, he shall forthwith sever all employment with the professional association, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the professional association on account of professional services. The professional association shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the professional association, except that such shares not be entitled to dividends.

ARTICLE X
INFORMAL DIRECTOR ACTION

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the professional association, and the writings evidencing their consent are filed with the Secretary of the professional association, the action shall be valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XI
INDEMNIFICATION

The professional association shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII
BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this professional association shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.


IN WITNESS WHEREOF, the undersigned Incorporator has executed Articles of Incorporation in the State of Florida, this 23rd day of March, 1996.



Maxwell W. Wells, Jr.

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the foregoing appointment as Registered Agent for MAXWELL W. WELLS, JR., P.A.



Maxwell W. Wells, Jr.