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**R. STEPHEN OTTEWELL**  
ATTORNEY AT LAW

8871 N. FEDERAL HWY., SUITES 200 - 201, BOCA RATON, FLORIDA 33487  
Miami P.O. Box 964, Boca Raton, Florida 33429-0964

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April 17, 1996

Reply: Boca Raton Office

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

RE: R. Stephen Ottewell, P.A.

Dear Sir/Madam:

7000001790917  
-04/23/96--01072--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one copy of the articles of Incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation.

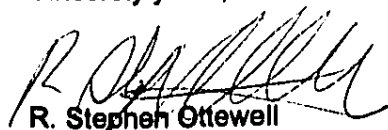
A check for \$78.75 on my business account.

This represents payment for: Articles of Incorporation, Designation of and Acceptance of a Registered Agent and Certificate of Status.

If you have any questions, please do not hesitate to contact me.

I remain,

Sincerely yours,

  
R. Stephen Ottewell

FILED  
96 APR 22 PM 8:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Enclosure(s)

cc: w/o enclosure(s)  
John C. Schneider, Esq.  
Mosher and Schneider, P.A.  
300 Northbridge Pavilion  
515 North Flagler Drive  
West Palm Beach, Florida 33401

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ARTICLES OF INCORPORATION  
OF  
R. STEPHEN OTTEWELL, P.A.

FILED  
96 APR 22 PM 8:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned Incorporator, a natural person of legal age, hereby subscribes to, acknowledges and adopts the following Articles of Incorporation for the purpose of forming a professional corporation in accordance with the Florida Professional Service Corporation Act, Chapter 621, Florida Statutes.

ARTICLE I

Name

The name of this Corporation ("Corporation") is:

R. STEPHEN OTTEWELL, P.A.

ARTICLE II

Principal Office

The principal office and mailing address of this Corporation are:

R. Stephen Ottewell, Esquire  
Suite 200-201  
6971 N. Federal Highway  
Boca Raton, Florida 33487

### ARTICLE III

#### Duration

The existence of this Corporation shall commence on the date of the filing of these Articles of Incorporation. This Corporation shall have perpetual existence, unless sooner dissolved according to law.

### ARTICLE IV

#### Purpose

This Corporation is formed for the following purposes and shall have the hereinafter described powers:

A. To engage in the practice of law as a professional corporation and to own, lease and/or operate offices for the purpose of providing professional legal services.

B. To own real and personal property, to enter into contracts and agreements, and to engage in any lawful business necessary or appropriate in the rendering of such professional services.

C. To do everything necessary, proper or convenient for the accomplishment of the purposes set forth herein, and to do every other lawful act incidental thereto which is not prohibited by the provisions of these Articles of Incorporation.

The professional services provided by this Corporation shall be carried out only through officers, employees and agents, each of whom is duly licensed or otherwise legally qualified to render professional legal services in the State of Florida.

## ARTICLE V

### Capital Stock

The aggregate number of shares which the Corporation is authorized to issue is One Thousand (1,000) shares, each with a par value of One Dollar (\$1.00) which shall be designated as "common shares".

The common shares shall be paid for in cash, or property, real or personal, tangible or intangible, or the lease thereof, or in labor or services in lieu of cash or property, at a just valuation to be fixed by the Board of Directors of this Corporation, unless otherwise prohibited by the laws of the State of Florida. The payment thereof does not have to be at the time of issuance, provided such shares are subject to calls thereon by the Corporation until such time as the whole consideration therefor shall have been paid.

## ARTICLE VI

### Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is:

Suite 200-201  
6971 N. Federal Highway  
Boca Raton, Florida 33487

The name of the initial registered agent of this Corporation at that address is R. Stephen Ottewell.

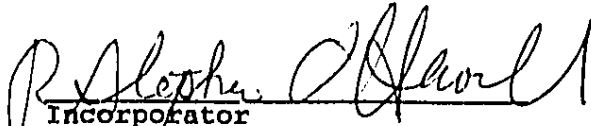
ARTICLE VII

Subscriber

The name and address of the person signing these Articles of Incorporation as subscriber is:

R. Stephen Ottowell  
Suite 200-201  
6971 N. Federal Highway  
Boca Raton, Florida 33487

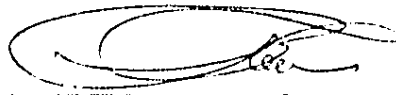
IN WITNESS WHEREOF, these Articles of Incorporation have been executed by the Incorporator this 17<sup>th</sup> day of April, 1996.

  
Incorporator

STATE OF FLORIDA

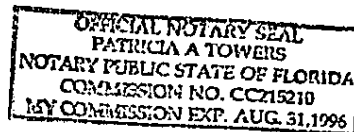
COUNTY OF PALM BEACH

17<sup>th</sup> The foregoing instrument was acknowledged before me this day of April, 1996 by R. Stephen Ottowell, who is personally known to me and who did (did not) take an oath.



Notary Public, *PATRICIA A. TOWERS*  
State and County Aforesaid

My Commission Expires:



FILED

96 APR 22 PM 8: J

SEC. OF STATE  
TALLAHASSEE, FLA

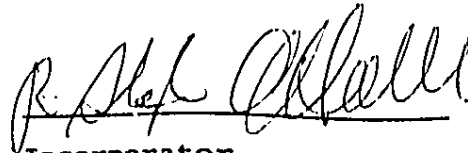
CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: R. STEPHEN OTTEWELL, P.A.
2. The name and address of the registered agent and office are:

R. STEPHEN OTTEWELL, P.A.  
Suite 200-201  
6971 N. Federal Highway  
Boca Raton, Florida 33487

Signature



Title

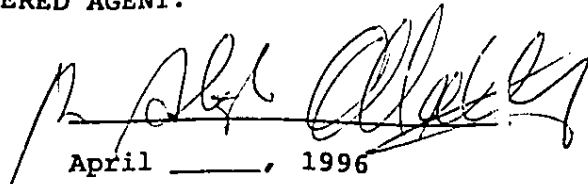
Incorporator

Date

April 17, 1996

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 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



Date

April \_\_\_\_, 1996