

P96000036707

CONN, PURCELL & FLANAGAN, P.A.

SUITE 1230

ONE ENTERPRISE CENTER

888 WATER STREET

JACKSONVILLE, FLORIDA 32202-4487

FRED M. CONE, JR.
THOMAS H. PURCELL
TIMOTHY L. FLANAGAN
JONATHAN L. HAY
FRANK J. YONG
HARRIS L. BONNETTE, JR.
CLARENCE F. FRAZIER
OF C. 1981

TELEPHONE
(904) 358-1838
TELECOMIX
(904) 354-1747

April 22, 1996

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

RECORDED
INDEXED
APR 24 1996
***122.50 ***122.50

RE: Cone and Yong Professional Association

Dear Sir or Madam:

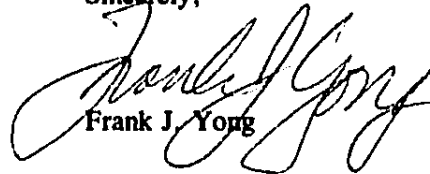
Enclosed please find an original and one copy of Articles of Incorporation for Cone and Yong Professional Association.

Please file the original of the Articles and certify and return the copy to me. Enclosed is a check in the amount of \$122.50 computed as follows:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	<u>35.00</u>
TOTAL	\$122.50

If you have any questions or require any further information, please do not hesitate to contact me.

Sincerely,


Frank J. Yong

FJY:kap
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 24 PM 2:10

4/29/96

EFFECTIVE DATE

4/22/96

ARTICLES OF INCORPORATION
OF
CONE AND YONG PROFESSIONAL ASSOCIATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 APR 24 PM 2:10

The undersigned, for the purpose of forming a professional service corporation under Chapter 621 of the Florida Statutes, adopts the following Articles of Incorporation:

Article I

Name

Section 1.1. Name. The name of this corporation shall be
CONE AND YONG PROFESSIONAL ASSOCIATION.

Article II

Principal Office and Mailing Address

Section 2.1. Principal Office and Mailing Address. The principal place of business and mailing address of this corporation shall be **225 Water Street Suite 1235, Jacksonville, Florida 32202.**

Article III

Capital Stock

Section 3.1. Capital Stock. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a par value of \$1.00 per share. No person other than a professional corporation, a professional limited liability company, or an individual duly licensed or otherwise legally authorized to practice law in the State of Florida shall be a shareholder of this professional corporation.

Section 3.2. Restriction on Transfer of Stock. The shareholders may, by bylaw provision, by shareholders' agreement recorded in the minute book or by endorsement on each stock certificate, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

Section 3.3. Voting. Except as otherwise expressly provided by the laws of the State of Florida, no shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of the shareholder's stock.

Section 3.4. Approval of Shareholders Required for Merger. The approval of the shareholders holding sixty percent (60%) or more of the capital stock of this corporation eligible to vote on any plan of merger or consolidation shall be required in every case, whether or not such approval is required by law.

Article IV
Initial Registered Agent and Address

Section 4.1. Name and Address. The name and street address of the initial registered agent of this corporation is:

Frank J. Yong
225 Water Street Suite 1235
Jacksonville, Florida 32202

Article V
Incorporator

Section 5.1. Name and Address. The name and street address of the incorporator of this corporation is:

Frank J. Yong
225 Water Street Suite 1235
Jacksonville, Florida 32202

Article VI
Duration

Section 6.1. Duration. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holiday, after they are executed, corporate existence shall commence upon filing by the Department of State.

Article VII
Purposes

Section 7.1. Purposes. This professional service corporation is organized for the sole and specific purpose of engaging in every phase and aspect of the business of rendering the same professional services to the public that an attorney, duly licensed under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees and agents who are duly licensed or otherwise legally authorized under the

laws of the State of Florida to practice as an attorney. This corporation shall have all the powers conferred upon it by the laws of the State of Florida and not prohibited by the Florida Professional Service Corporation Act; provided, however, that this corporation shall not engage in any business other than the rendering of the professional services described above for which it is organized. It is expressly provided that the foregoing enumeration of specific purpose shall not be held to limit or restrict in any manner the purposes in which this corporation is otherwise permitted by law to engage.

Article VIII **Directors**

Section 8.1. Number. This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time, but shall never be less than one.

Section 8.2. Initial Director. The name and street address of the initial directors of the corporation are:

Fred M. Cone, Jr.
Frank J. Yong
225 Water Street Suite 1235
Jacksonville, Florida 32202

Section 8.3. Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

Section 8.4. Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

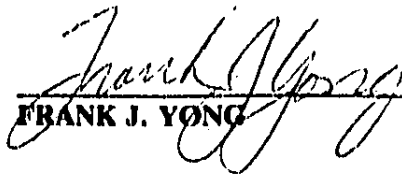
Article IX **Bylaws**

Section 9.1. Bylaws. The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

**Article X
Amendment**

Section 10.1. Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation the 22 day of April, 1996.

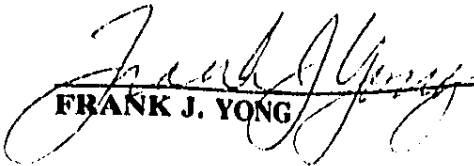

FRANK J. YONG

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 607.0501 and 607.0505, Florida Statutes, the following is submitted:

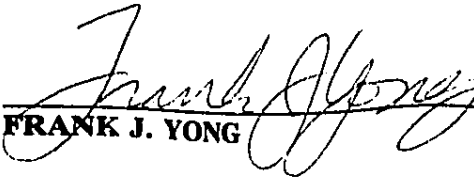
CONE AND YONG PROFESSIONAL ASSOCIATION, desiring to organize or qualify under the laws of the State of Florida hereby designates Frank J. Yong as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 225 Water Street Suite 1235, Jacksonville, Florida 32202.

DATED this 22 day of April, 1996.


FRANK J. YONG

Having been named as registered agent 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.

DATED this 22 day of April, 1996.


FRANK J. YONG

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 24 PM 2:10



THE UNITED STATES
CORPORATION
COMPANY

96000036707

ACCOUNT NO. : 072100000032

REFERENCE : 210682 4351925

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 6, 1997

ORDER TIME : 9:05 AM

ORDER NO. : 210682-005

CUSTOMER NO: 4351925

CUSTOMER: Frank J. Yong, Esq
Cone Purcell & Flanagan, P.a.
1 Enterprise Center
225 Water Street, Suite 1235
Jacksonville, FL 32202-4427

1000002046571--1
-01/06/97--01026--011
*****87.50 *****87.50

DOMESTIC AMENDMENT FILING

NAME: CONE AND YONG PROFESSIONAL
ASSOCIATION

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

NC
1/6

RECEIVED
97 JAN -6 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 JAN -6 AM 9:50
DIVISION OF CORPORATION

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
CONE AND YONG PROFESSIONAL ASSOCIATION**

Pursuant to the provisions of Florida Statutes § 607.1006, this corporation adopts the following Articles of Amendment to its Articles of Incorporation of Cone and Yong Professional Association filed April 24, 1996 as follows:

1. In Article I, Section 1.1 the name of the corporation shall be changed to:

"Cone, Yong & Houston, P.A."

All other paragraphs and articles of the articles of incorporation shall remain unchanged.

2. The date of each amendment's adoption: January 6, 1997.

The amendment was approved by the unanimous consent of the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 3 day of January, 1997.



Frank J. Yong, Secretary

ATTEST:



Fred M. Cone, Jr., President

P96000036707

CONE, YONG, STEWART & HOUSTON, P.A.

POST OFFICE BOX 4880 (33801)
1080 RIVERBROOK AVENUE
JACKSONVILLE, FL 32204

FRED M. CONE, III.
FRANK J. YONG
CARL M. STEWART
CLARENCE H. HOUSTON, III.
PATRICIA HELWIG
JOHN W. MOORE
OF COUNSEL

August 19, 1997

TELEPHONE
(904) 355-1238
TELECOPIER
(904) 355-1747

Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, Florida 32314

RE: Articles of Amendment

Dear Sir or Madam:

Enclosed for filing are the Articles of Amendment for Cone and Yong Professional Association along with our firm's check in the amount of \$87.50. Please forward the certified copy of the Amendment to the above address.

Your prompt attention to this matter is greatly appreciated.

600002273626--2
-08/21/97--01066--013
*****87.50 *****87.50

Sincerely,

Frank J. Yong
Frank J. Yong

FJY:kap
Enclosures

[Handwritten signature]

DO 9/12

N/c Amend

FILED
97 SEP 12 AM 10:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
CONE, YONG & HOUSTON, P.A.**

FILED
97 SEP 12 AM 10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Florida Statutes § 607.1006, this corporation adopts the following Articles of Amendment to its Articles of Incorporation of Cone, Yong & Houston, P. A. filed April 24, 1996 as follows:

1. In Article I, Section 1.1 the name of the corporation shall be changed to:

"Cone, Yong, Stewart & Houston, P.A."

All other paragraphs and articles of the articles of incorporation shall remain unchanged.

2. The date of each amendment's adoption: August 1, 1997.

The amendment was approved by the unanimous consent of the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 31 day of August, 1997.


Frank J. Yong, Secretary

ATTEST:


Fred M. Cone, Jr., President



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 3, 1997

FRANK J. YONG
CONE, YONG, STEWART & HOUSTON, P.A.
P.O. BOX 4550
JACKSONVILLE, FL 32201

SUBJECT: CONE AND YONG PROFESSIONAL ASSOCIATION

We have received your document for CONE AND YONG PROFESSIONAL ASSOCIATION and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We can find no record of the entity named in your document. A computer printout of a similarly named entity is enclosed for your review. If this is the right name, please correct your document and return it for filing.

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 (850) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 897A00043899