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ACCOUNT NO. : 0721000000032

REFERENCE : 934827 100000

AUTHORIZATION :

COST LIMIT : \$ 70,000

Patricia Pysko

FILED
APR 11 1996
FBI - TAMPA

ORDER DATE : April 29, 1996

ORDER TIME : 11:40 AM

ORDER NO. : 934827

CUSTOMER NO: 104720

200001799982

CUSTOMER: Leonard Barrow, Jr., Esq
LEONARD BARROW, JR., ESQ

2418 Colonial Drive

Melbourne, FL 32901

DOMESTIC FILING

NAME: FOUST & FOUST, P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: TINA BARTLETT

EXAMINER'S INITIALS:

4/29/96
JB

SECTION OF CORPORATION
APR 29 1996
FBI - TAMPA

**ARTICLES OF INCORPORATION
OF
FOUST & FOUST, P.A.**

The undersigned incorporators hereby form a corporation under chapter 621 of the laws of the State of Florida.

Article I -- NAME

The name of the corporation shall be:

FOUST & FOUST, P.A.

The address of the principal office of this corporation shall be 756 John Adams Lane, West Melbourne, Florida 32904; and the mailing address of the corporation shall be the same.

Article II -- NATURE OF BUSINESS

This corporation may engage in every aspect of the business of rendering the same professional services to the public that a Professional Stenographic Reporter, duly licensed under the laws of the State of Florida, is authorized to render. This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

Article III -- CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

Article IV -- REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 756 John Adams Lane, West Melbourne, Florida 32904, and the name of the initial registered agent of the corporation at that address is DANIEL I. FOUST.

Article V -- TERM OF EXISTENCE

This corporation is to exist perpetually.

Article VI -- OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

DANIEL I. FOUST	756 John Adams Lane
President	West Melbourne, Florida 32904

CHRISTINA K. FOUST	756 John Adams Lane
Secretary/Treasurer	West Melbourne, FL 32904

Article VII -- DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and address of the initial members of the Board of Directors are:

DANIEL I. FOUST	756 John Adams Lane
Director	West Melbourne, Florida 32904

CHRISTINA K. FOUST	756 John Adams Lane
Director	West Melbourne, FL 32904

Article VIII -- SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

Article IX -- PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

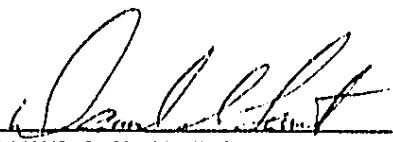
Article X -- INCORPORATORS

The name and street address of the incorporators to these Articles of Incorporation are:

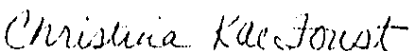
DANIEL I. FOUST
756 John Adams Lane
West Melbourne, Florida 32904

CHRISTINA K. FOUST
756 John Adams Lane
West Melbourne, FL 32904

IN WITNESS WHEREOF, the undersigned incorporators and directors have executed these Articles of Incorporation this 24th day of April, 1996.



DANIEL I. FOUST, Incorporator
and Director

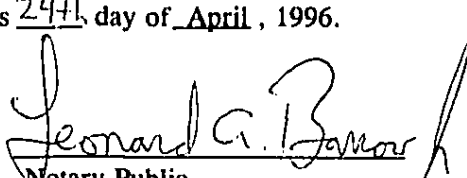


CHRISTINA K. FOUST, Incorporator
and Director

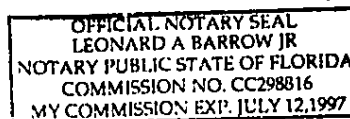
**STATE OF FLORIDA:
COUNTY OF BREVARD:**

I hereby certify that DANIEL I. FOUST and CHRISTINA K. FOUST personally appeared before me this day, who produced FL D.L.# F230-164-448-0, and FL D.L.# F230-111-63-970-0, respectively, and who acknowledged due execution of the foregoing instrument as their free act and choice.

WITNESS my hand and official seal this 24th day of April, 1996.



Notary Public

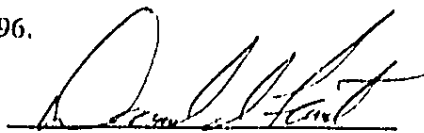


1996 APR 17 10 53 AM

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

I, DANIEL I. FOUST, having been named as Registered Agent, do hereby agree to accept service of process for *Foust & Foust, P.A.*, a Florida corporation organized under the laws of the State of Florida, authorized to transact business in this state, at 756 John Adams Lane, West Melbourne, Florida 32904, designated as the Registered Office for said corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as Registered Agent under Section 607.0505, Florida Statutes.

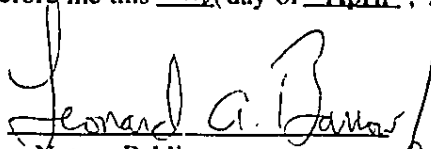
DATED this 24th day of April, 1996.


DANIEL I. FOUST

STATE OF FLORIDA:
COUNTY OF BREVARD:

DANIEL I. FOUST personally appeared before me this day who produced a FL D.C.# 730-164-64-448-0 as identification, and who acknowledged that he executed the foregoing *Acceptance Of Registered Agent* as his free act and choice.

SWORN TO AND SUBSCRIBED before me this 24th day of April, 1996.


Notary Public

