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MARK HULSEY, III
ATTORNEY AT LAW
121 WEST FORBETH STREET, SUITE 600
JACKSONVILLE, FL 32202

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May 24, 1996

Secretary of State, State of Florida
Division of Corporations
Post Office Box 5588
Tallahassee, Florida 32314

Dear Sir or Madam:

Enclosed for filing with the Secretary of State are Articles of Incorporation of Mark Hulsey, III, P.A. Also enclosed is a check in the amount of \$78.75 for the filing fee and for a certificate of status.

If you should need anything further, please do not hesitate to contact me.

Very truly yours,

Mark Hulsey III

Mark Hulsey, III

MHIII/dfg
Encls.

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ARTICLES OF INCORPORATION

OF

MARK HULSEY, III, P.A.

We, the undersigned, associate ourselves together for the purpose of becoming a professional service corporation under the laws of the State of Florida, under and pursuant to the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is Mark Hulsey, III, P.A.

ARTICLE II

PURPOSE

The general purpose of the corporation is to engage in every aspect of the practice of law. The professional services involved in the corporation's practice of law may be rendered only through officers, employees or agents who are active members of The Florida Bar in good standing.

ARTICLE III

INITIAL PRINCIPAL OFFICE AND ADDRESS

The initial principal office and mailing address of this corporation is 121 West Forsyth Street, Suite 900, Jacksonville, Florida 32202.

ARTICLE IV

INITIAL REGISTERED AGENT AND OFFICE ADDRESS

The street address of the initial registered office of this corporation in Florida shall be 121 West Forsyth Street, Suite 900, Jacksonville, Florida 32202, and its initial registered agent at that address is Mark Hulsey, III.

ARTICLE V

CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is one-thousand (1,000) shares having a par value of One Dollar (\$1.00) per share, all of which shall be common stock in the same class. The stockholders shall have no preemptive rights with respect to the capital stock of securities of the corporation.

ARTICLE VI

INCORPORATORS

The names and street addresses of the incorporators are as follows:

<u>Name</u>	<u>Street Address</u>
Mark Hulsey, III	121 W. Forsyth St., Ste.900 Jacksonville, Florida 32223

ARTICLE VII

INDEMNIFICATION

Directors and officers of this Corporation shall be indemnified to the fullest extent permitted by Florida law.

ARTICLE VIII

MISCELLANEOUS

In furtherance and not in limitation of the powers conferred by statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the corporation:

(1) Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the By-Laws, the Board of Directors shall have the general management and control of the business and may exercise all of the powers of the corporation except such as may be by statute, or by the By-Laws as constituted from time to time, expressly conferred upon or reserved to the stockholders.

(2) Subject always to such By-Laws as may be adopted from time to time by the stockholders, the Board of Directors is expressly authorized to adopt, alter and amend the By-Laws of the corporation, but any By-Law adopted, altered or amended by the Directors may be altered, amended or repealed by the stockholders.

(3) The corporation shall have such officers as from time to time may be provided in the By-Laws and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the By-Laws or as may be determined from time to time by the Board of Directors subject to the By-Laws.

ARTICLE IX

AMENDMENTS

This corporation reserves the right to amend, alter, change or repeal any provisions contained herein in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has
executed these Articles of Incorporation this 22d day of May,
1996.

Mark Hulsey, III
MARK HULSEY, III

STATE OF FLORIDA)

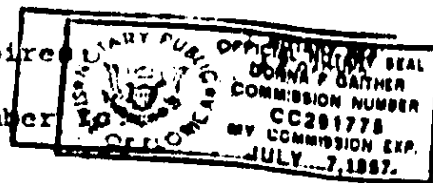
COUNTY OF DUVAL)

The foregoing instrument was acknowledged before me this
21 day of May, 1996 by Mark Hulsey, III. He is personally
known to me and did not take an oath.

Donna F. Smith
Notary Public for the State of
Florida at Large

My Commission Expires

My Commission Number



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 or 617.0501, 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 Mark Hulsey, III, P.A.
2. The name and address of the initial registered agent and office is:

Mark Hulsey, III
121 West Forsyth Street, Suite 900
Jacksonville, Florida 32202

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.

DATED this 23rd day of May, 1996.

Mark Hulsey III
MARK HULSEY, III

JUL 11 1996