

9600055304
FRANK MERRIAM PALMOUR

Attorney at Law

June 7, 1996

Division of Corporations
Florida Department of State
409 E. Gaines Street
Tallahassee, FL 32301

FILED
55 JUN 27 AM 8:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Certificate of Incorporation and
Certificate of Designation of
Registered Agent, etc. of Frank M.
Palmour & Associates, P.A.

100001857951
-06/11/96--01090--010
****122.50 ****122.50

Gentlemen:

Enclosed for filing find the Articles of Incorporation of
Frank M. Palmour & Associates and the Certificate of Designation
of Registered Agent and Office, and Acceptance of same by
Registered Agent.

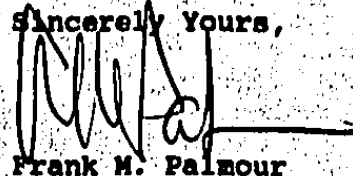
Also enclosed is a check in the amount of \$122.50 to cover
all fees.

Please return the certified copies of the Articles and
Certificate to the undersigned at:

Frank M. Palmour, Attorney
38 North Park Avenue
Apopka, FL 32703

Thank you in advance for your attention to this matter.

Sincerely Yours,



Frank M. Palmour

FMP/mgj

Enclosure (3)

1,097.30
W96 - 12485
6/10/96
TB



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 12, 1996

FRANK MARRIAM PALMOUR
38 NO PARK AVENUE
APOPKA, FL 32703

SUBJECT: FRANK M. PALMOUR & ASSOCIATES, P.A.
Ref. Number: W96000012485

In reviewing our records, we note there is a(n) **FRANK M. PALMOUR & ASSOCIATES, P.A.**, Document number **F88529**, in existence.

Because of the similarities between the existing corporation and the one you are now seeking to file with us, and because it is our duty to assure that all fees due this office in accordance with section 607.0130(2)(c), Florida Statutes, are collected, we are returning the articles of incorporation unfilled and must request you return the existing corporation to good standing by completing the enclosed reinstatement application and submitting it with the appropriate fees.

The fees to reinstate the corporation are as follows: \$175 reinstatement fee, \$61.25 filing fee per year for the years through the current year, \$138.75 supplemental fee for the years 1992 forward. The total fee to file the reinstatement is \$1097.50, therefore, there is a balance of \$975.00 due. Add an additional \$8.75 for each certificate of status requested.

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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 396A00029245

FRANK MERRIAM PALMOUR

Attorney at Law

June 25, 1996

Ms. Terri Buckley
Corporate Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Letter No.: 396A00029245
Frank M. Palmour & Associates, P. A.

Dear Ms. Buckley:

This follows up our telephone conversation of last week. In our conversation I pointed out that the previous Service Corporation which I had inadvertently failed to dissolve back in the 1980's was, "FRANK M. PALMOUR, P. A." - not "FRANK M. PALMOUR & ASSOCIATES, P. A."

I understand from our conversation that those being the facts, the Articles of Incorporation of FRANK M. PALMOUR & ASSOCIATES, P. A. can be filed as sought by my letter of June 07, 1996. With that June 7th letter, I sent the Articles of Incorporation and funds in the amount of \$122.50 for all filing fees.

Enclosed herewith I return to you the Articles of Incorporation of FRANK M. PALMOUR & ASSOCIATES, P. A. for filing.

Also enclosed is the computer sheet which you sent to me with your letter dated June 12, 1996 which states that the prior Service Corporation in the name of "FRANK M. PALMOUR, P. A." was administratively dissolved on 11/09/90 for failure to file an annual report.

Thank you in advance for your assistance with this matter.

Sincerely Yours,



Frank M. Palmour

FMP/mgj

Enclosure (2)

ARTICLES OF INCORPORATION
OF
FRANK M. PALMOUR & ASSOCIATES, P.A.
A PROFESSIONAL CORPORATION

FILED
95 JUN 27 AM 8:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, duly licensed to practice law in the State of Florida, desiring to form a professional corporation in accordance with Chapter 607 of the Florida Statutes and the Florida Professional Service Corporation Act, adopts the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the corporation is FRANK M. PALMOUR & ASSOCIATES, P.A.

ARTICLE TWO

REGISTERED OFFICE AND AGENT

The location and address of the Corporation's initial registered office in Florida is 38 North Park Avenue, Apopka, Orange County, Florida 32703. The initial registered agent at the registered office is Frank M. Palmour.

ARTICLE THREE

PURPOSE

The purpose for which the Corporation is organized shall be to engage in the practice of law within the State of Florida, and to take all actions that are necessary or proper in connection with that practice.

ARTICLE FOUR

DURATION

The term of existence of the Corporation is perpetual.

ARTICLE FIVE

PROFESSIONAL SERVICES

The professional services of the Corporation shall be rendered only through officers, employees, and agents who are duly licensed or otherwise legally authorized to practice law within the State of Florida. Professional services shall be rendered in each case by the officer, employee, or agent designated solely by this Corporation, acting through its duly elected officers. This provision shall not be applicable to the extent it is in conflict with the law or the professional rules of law practice.

ARTICLE SIX

INCORPORATOR

The name and street address of the incorporator is:

Name

Address

Frank M. Palmour

89 Wisteria Drive
Longwood, Florida 32703

The street address of the initial registered office of the corporation is 38 North Park Avenue, Apopka, Florida 32703 and the name of its initial registered agent at such address is Frank M. Palmour.

ARTICLE SEVEN

DIRECTORS

The business of the corporation shall be managed by the

shareholder of the Corporation rather than by the Board of Directors.

ARTICLE EIGHT

CAPITAL STOCK

The number of shares of stock that the Corporation is authorized to have outstanding is One Hundred (100), all of which shall be common shares with a par value of \$.10 per share.

ARTICLE NINE

STATED CAPITAL

The amount of capital with which the Corporation shall begin business is Five Hundred (500.00) Dollars.

ARTICLE TEN

AMENDMENT OF ARTICLES

The Corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by statute. Any change authorized by the holder of shares entitling him to exercise a majority of the voting power of the Corporation, or any greater number that may then be required by statute, shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on June 7, 1996.

* Executed at Apopka, Florida
(city and state)
on June 7, 1996 by Frank M. Palmour
(date) Incorporator

FILED
96 JUN 27 AM 8
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF ORANGE

On June 7, 1996, before me Christin L. Rolly, Notary Public, the undersigned officer, personally appeared Frank M. Palmour, known to me to be the person whose name is subscribed to this document, and acknowledged that he executed the document for the purposes contained within it.

IN WITNESS WHEREOF, I sign here and set my official seal



CHRISTIN L. ROLLY
Comm. Exp. Nov. 13, 1999
Comm. No. CC503635

Christin L. Rolly
Christin L. Rolly
Notary Public

My commission expires _____

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND OFFICE AND
ACCEPTANCE OF SAME BY REGISTERED AGENT

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, Florida Statutes, the undersigned Corporation, organized and existing under the laws of the State of Florida, submits the following statement in designating the registered agent and registered office in the State of Florida.

1. The name of the Corporation is FRANK M. PALMOUR & ASSOCIATES, P.A.
2. The name and address of the Registered Agent and Office are:

Frank M. Palmour

38 North Park Avenue
Apopka, Florida 32703

Having been named as Registered Agent to accept service of process for the above stated Corporation at the place designated in the 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.


Frank M. Palmour

89 Wisteria Drive
Longwood, Florida 32779