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ANNE-MARIE L. BOWEN
ATTORNEY AT LAW

Landmark Center II
225 B. Robinson Street, Suite 540
Orlando, Florida 32801-4322

FILED
JUL 25 AM 10:42
TALLAHASSEE, FL
Telephone (907) 872-1778
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July 23, 1996

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

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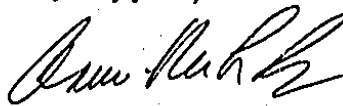
Re: Anne-Marie L. Bowen, P.A.

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above referenced company and our Law Firms' check in the amount of \$122.50 (\$35.00 for filing fee, \$35.00 for designation of registered agent, \$52.50 for certified copy).

Thank you for your assistance in this matter. If you should have any questions please feel free to contact me.

Very truly yours,


Anne-Marie L. Bowen

AMB/cz
Enclosures

7/26/96
TD

ARTICLES OF INCORPORATION
OF
ANNE-MARIE L. BOWEN, P.A.

FILED
JUL 25 11:10:42
CLERK OF CIRCUIT COURT
IN AND FOR THE COUNTY OF
DADE, FLORIDA

The undersigned, acting as incorporator of ANNE-MARIE L. BOWEN, P.A., under the Florida Professional Service Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

ANNE-MARIE L. BOWEN, P.A.

ARTICLE II. PRINCIPAL OFFICE

The address of the principal office and the mailing address of the corporation is 225 E. Robinson Street, Suite 540, Orlando, Florida 32801

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSES

This corporation shall be a Professional Service Corporation, and the general nature and purposes of business to be transacted, promoted, and carried on by the corporation are as follows:

- (a) To engage in every aspect in the practice of law and all fields of specializations as are engaged in by lawyers.
- (b) To engage and render the professional services involved only through its officers, agents, and employees who shall be lawyers in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.
- (c) To invest its funds in real estate, mortgages, stocks, bonds, and any other type of investments permitted by law.
- (d) To engage in no other business other than the rendition of the professional services specified herein.
- (e) To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$.01 per share. The consideration to be paid for each share shall be fixed by the board of directors and such consideration may consist of any tangible or intangible property or benefit to the corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the corporation is 225 E. Robinson Street, Suite 540, Orlando, Florida 32801, and the agent designated to accept service at that address is Anne-Marie L. Bowen.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director is:

<u>Name</u>	<u>Address</u>
Anne-Marie L. Bowen	225 E. Robinson Street Suite 540 Orlando, FL 32801

ARTICLE VIII. INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Anne-Marie L. Bowen	225 E. Robinson Street Suite 540 Orlando, FL 32801

The incorporator of the corporation assigns to this corporation her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and she assigns to those persons designated by the board of directors any rights she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

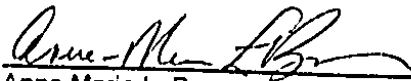
ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal the bylaws of this corporation shall be vested in the board of directors and the shareholders, except that (i) the board of directors may not amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provide that these bylaws are not subject to amendment or repeal by the directors; and (ii) any amendment shall be in compliance with the laws of the State of Florida governing Professional Service Corporations.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23rd day of July, 1996.



Anne-Marie L. Bowen
Incorporator

AMB/arts

**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT**

Pursuant to Section 48.081 and 607.0501, Florida Statutes, the following is submitted:

That Anne-Marie L. Bowen, P.A., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 225 E. Robinson Street, Suite 540, City of Orlando, County of Orange, State of Florida 32801, has named Anne-Marie L. Bowen as its agent to accept service of process within this state at such address.

ACKNOWLEDGMENT

Having been named as registered agent to accept service of process for the corporation named above, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in that 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.



ANNE-MARIE L. BOWEN
Registered Agent

FILED
JUL 25 11:10 AM
CLERK OF COURT
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