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Law Office of
LARRY E. CIESLA

Real Estate
Commercial Law
Wills, Estates & Guardianships

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Gainesville, FL 32602
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August 5, 1996

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-08/07/96--01007--000
*****70.00 *****70.00

Re: Dickson, Thompson & Associates, Inc.

Dear Sir or Madam:

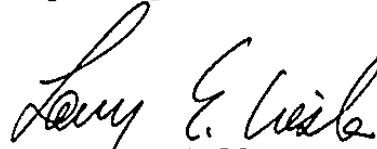
In connection with the above corporation, I am enclosing herewith the following:

1. Original executed Articles of Incorporation
2. Copy of Articles of Incorporation
3. Check in the amount of \$70.00 to cover the filing fee and designation of resident agent fee.

Please file the original Articles of Incorporation, date and time stamp the copy and return the copy to me at your earliest convenience.

Please let me know if anything further will be required.

Very truly yours,


LARRY E. CIESLA

LEC:mp

Enclosures

clients.thompson.divofcor.ltr

95 AUG -6 PM 12:51
TALLAHASSEE
FLORIDA

B. REGISTER AUG 8 1996

7:10 PM
96 AUG -6 PM 12:51
SECRET STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

DICKSON, THOMPSON & ASSOCIATES, INC.

I, the undersigned, hereby execute the following for the purpose of forming a corporation under the laws of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of a corporation for profit.

ARTICLE I - NAME AND ADDRESS

The name of this corporation shall be DICKSON, THOMPSON & ASSOCIATES, INC., and the principal place of business shall be 5956 N.W. 43rd Lane, Gainesville, Alachua County, Florida 32606.

ARTICLE II - DURATION OF EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved according to law. This corporation shall begin business on the day of filing of these Articles of Incorporation.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business, including, but not limited to, the following:

(a) To do any and all acts and things, and to exercise any and all other powers conferred by the laws of Florida upon corporations formed under the provisions of Chapter 607, Florida

Statutes, 1995, as amended, and which now or hereafter may be authorized by law.

(b) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock outstanding at any time shall be 100, with par value of \$1.00 per share, all of one class, common, participating voting stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which she already holds, shall have the right to purchase her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which such stock is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5956 N.W. 43rd Lane, Gainesville, Florida 32606, and the name of the initial registered agent of this corporation is AMY THOMPSON.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have not less than one (1) director nor more than five (5) directors. The names and addresses of the

initial directors of this corporation are as follows:

NAME

ADDRESS

Amy Thompson

5956 N.W. 43rd Lane
Gainesville, Florida 32606

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as an Incorporator is as follows:

NAME

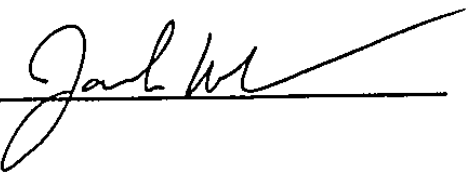
ADDRESS

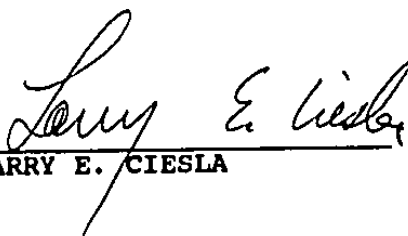
Larry E. Ciesla

204-4 West University Avenue
Gainesville, Florida 32601

IN WITNESS WHEREOF, the undersigned has subscribed his name
this 5 day of August, 1996.

Signed, sealed and delivered
in our presence as witnesses:



 (SEAL)
LARRY E. CIESLA

STATE OF FLORIDA)

COUNTY OF ALACHUA)

I HEREBY CERTIFY that on this _____ day of _____,
1996, personally appeared before me, the undersigned authority,

**CERTIFICATE DESIGNATING CHANGE OF PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Statute:

First, That DICKSON, THOMPSON & ASSOCIATES, INC., qualified to do business under the laws of the State of Florida, with its principal office at 5956 N.W. 43rd Lane, Gainesville, County of Alachua, State of Florida, has appointed AMY THOMPSON, 5956 N.W. 43rd Lane, Gainesville, County of Alachua, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at a place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Statute relative to keeping open said office.

By: 
AMY THOMPSON
Resident Agent

lec.frm.artcorp.frm

FILED
96 AUG -6 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA