P96000019990

AMERILAWYER®

(Requestor's Name)
343 ALMERIA AVENUE

CORAL GABLES, FL 33134 – (305) 445-2700

(City, State, Zip) (Phone #)

OFFICE USE ONLY

2000199592 -09/29/96--01029--032 ****490.00 *****70.00

Examiner's Initials

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

Trademark

Other

CR2E031(10/92)

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NEW FILINGS	AMENDMENTS				
Profit	Amendment				
NonProfit	Resignation of R.A., Officer/L	Director			
Limited Liability	Change of Registered Agent				
Domestication	Dissolution/Withdrawal				
Other	Merger				
OTHER PRINCE	DECICEDATION				•
OTHER FILINGS	REGISTRATION/ QUALIFICATION	•			
Annual Report	Foreign				
ictitious Name	Limited Partnership				
Name Reservation	Reinstatement				

ARTICLES OF INCORPORATION

OF

MICHAEL T. CONNOLLY, INC.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and heraby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is MICHAEL T. CONNOLLY, INC., (hereinafter, "Corporation").

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - PHINCIPAL OFFICE

The address of the principal office of this Corporation is 35 43rd Avenue, Vero Beach, Florida 32961-2741 and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Elsie Sanchez 343 Almeria Avenue Coral Gables, Florida 33134

ARTICLE 5 - OFFICERS

The officers of the Corporation shall be:

President:

Michael T. Connolly

Secretary:

Michael T. Connolly

Treasurer:

Michael T. Connolly

whose addresses shall be the same as the principal office of the Corporation.



ARTICILE 6 - DIRECTOR(S)

The Director(s) of the Corporation shall be:

Michael T. Connelly

whose addresses shall be the same as the principal office of the Corporation.

ARTICLE 7 - CORPORATE CAPITALIZATION

- 7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **SEVEN THOUSAND FIVE HUNDRED** (7,500) shares of common stock, each share having the par value of **ONE DOLLAR** (\$1.00).
- 7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.
- 7.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.
- 7.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 8 - SHAREHOLDERS' RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

ARTICLE 9 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 10 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 11 - REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE 12 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is Amerikawyer® Chartered, located at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Corporation is Amerikawyer® Chartered, 343 Almeria Avenue, Coral Gables, Florida 33134.

ARTICLE 13 - BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 14 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 15 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

Elelo Sanchoz, Incorporator

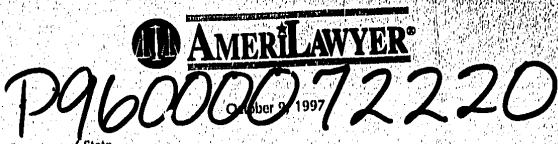
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ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

AmeriLawyer® Chartered, having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

AmeriLawyyer® @hartered

Natalia Utrera, Vice President



Secretary of State
Division of Corporations
P.O. Box 6327
Taliahassee, Florida 32314

Re:

MICHAEL T. CONNOLLY, INC. DOCUMENT#P96000072220

Dear Sirs:

Please let this letter serve as authorization to change the following relating to the above captioned corporation:

1. Current Corporate Address on File:

35 43rd Avenue Vero Beach, Florida 32961-2741

2. Current Mailing Address on File:

35 43rd Avenue Vero Beach, Florida 32961-2741 New Corporate Address:

4912 Paleo Pines Circle Fort Pierce, Florida 34951

New Mailing Address:

Thank you for your attention to this matter. Should you have any questions, please contact the undersigned.

mc 13/91

Sincerely,

Lawrence J. Spiegel

Attorney at Law

cc: MICHAEL T. CONNOLLY, INC.

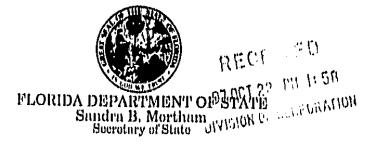
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AmeriLawyer®			
(Requestor's Name) 343 ALMERIA AVENUE			
CORAL GABLES, FL 33134 - (305) 445-2700		OFFICE USE ONLY	
(City, State, Zip) (Phone #)		OFFICE USE ONLY	

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. MICHAEL -	(Document #)
2.	ration Name) (Document #)
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	ation Name) (Document #)
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Mail out	Will wait Photocopy Certificate of Status
NEW FILINGS	Production AMENDMENTS (Control of the Control of th
Profit	Amendment
NonProfit	Resignation of R.A., Officer/Director
Limited Liability	Change of Registered Agent
Domestication	Dissolution/Withdrawal
Other	Merger 10 % s
OTHER FILINGS	REGISTRATION/ QUALIFICATION PROPERTY OF THE P
Annual Report	Foreign
Fictitious Name	Limited Partnership
Name Reservation	Reinstatement Reinstatement
	Trademark
49.1 5 6 7 7 7 7 7 7 7 7 7 7	Other Examiner's Initials



Octobor 20, 1997

AMERILAWYER

TALLAHASSEE, FL

SUBJECT: MICHAEL T. CONNOLLY, INC.

Ref. Number: P96000072220

We have received your document for MICHAEL T. CONNOLLY, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

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 (850) 487-6880.

Karen Gibson Corporate Specialist

Letter Number: 997A00051135

Floride Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

the undersigned corporation organized under the submits the following statement in order to change its rooth, in the State of Florida. 1a. The name of the corporation is:Michael_T. Gonn	
1b. The mailing address of the corporation is: P.O. B	ox 2741 Vero Beach,
 Date of incorporation: 8-26-96 Docum The name and address of the current registered agent 	ent number: 196000072220
Richard L. Prendergast, Inc. 35 43 Rd. Avenue	TALLAR SECRICA
Vero Beach, F1 32968 3. The name and address of the new registered agent and of Amerilawyer	
343 Almeria Ave. Coral Gables, F1 33134	STATE FLORIDE
The street address of its registered office and the street a registered agent, as changed, will be identical.	
Such change was authorized by resolution duly adopted by a authorized by the board.	
(Signature of an officer, chairman or vice chairman of the board)	10/3/197 (Date)
(Printed or typed name and title) daving been named as registered agent and to accept ser orporation, linerebyaccept the appointmentas registered at further agree to comply with the provisions of all statutes erformance of my duties, and I am familiar with and accept segistered agent.	vice of process for the above stated gentand agree to actin this capacity. s relative to the proper and complete ept the obligation of my position as
(Signature of Registered Agent)	i- I-don
	10 21 9 7 (Date)
signing on behalf of an entity: Amerikanyer	
Lawrence J. Spiegel	President
(Typed or Printed Name)	(Capacity)
Division of Corporations, P.O. Box 6327, Tal	lahassee, FL 32314

FILING FEE: \$35 00

CR2E045(11/94)