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MATTHEW L. JONES
 A PROFESSIONAL CORPORATION
 ATTORNEY AT LAW

P. O. BOX 2464 • STUART, FL 34905-2464

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Office Use Only

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

1. John W. Madden, P.A.
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 96 SEP 16 PM 12:16

Examiner's Initials _____

ARTICLES OF INCORPORATION
OF
JOHN W. MADDEN, P.A.

RECEIVED
DIVISION OF CORPORATIONS
SEP 12 1994

ARTICLE I - NAME

The name of this corporation shall be: **JOHN W. MADDEN, P.A.**

ARTICLE II - DURATION

The corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation, through its officers and employees, shall be authorized to engage in every aspect and phase of practicing law within the State of Florida; to engage in any activities which will facilitate and promote practicing law through its officers and employees; and to invest and reinvest its funds in real estate, mortgages, stocks, bonds and any other type of investments within the meaning of F.S. §621 of the Professional Service Corporation Act; and to purchase and own real and personal property necessary for the rendering of professional services within the practice of nursing. This corporation shall not be authorized to engage in any other business other than the practice of law.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 1000 shares of the par value of One (\$1.00) Dollar per share, all of which shall be common stock of the same class. All stock issued shall be fully paid and non-assessable.

ARTICLE V - PRINCIPAL OFFICE

The principal office of this corporation shall be located in the County of Martin, State of Florida, and the post office address of said principal office of the corporation shall be 759 S Federal Highway, Suite 212, Stuart, Florida 34994.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent and the address of the initial registered office of this corporation are as follows

MATTHEW L. JONES ESQUIRE 759 S Federal Highway, Suite 212
Stuart, Florida 34994

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director constituting the initial board of Directors. Subject to the provisions of the by-laws and these Articles of Incorporation, the director shall hold office for the first year of the corporation or until his/her successor(s) is elected and have qualified. The number of directors may be either increased or decreased from time to time by the by-laws, however, there shall never be less than one Director nor more than three. The name and address of the initial Board of Directors of the corporation is:

JOHN W. MADDEN 759 S. Federal Highway, Suite 212
Stuart, Florida 34994

ARTICLE VIII - INCORPORATOR

The name and post office address of the subscriber of these Articles of Incorporation are as follows:

JOHN W. MADDEN 759 S. Federal Highway, Suite 212
Stuart, Florida 34994

ARTICLE IX - INCORPORATION OF PROFESSIONAL SERVICE CORPORATION ACT

This corporation is intended to be a professional service corporation within the meaning of the Professional Service Corporation Act, Chapter 621, Florida Statutes, 1991, and accordingly, the corporation, its officers, directors, and shareholders shall be subject to all of the Sections of said Act concerning the formation of the corporation, the conduct of its business, and the liabilities, rights, privileges and immunities of the corporation, its officers, directors, and shareholders, as stated in said Chapter 621, Florida Statutes.

ARTICLE X - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any previously unissued stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her pro rata share (as nearly as may be done without issuance of fractional shares), at the price at which it is offered to others

ARTICLE XI - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII - AMENDMENTS

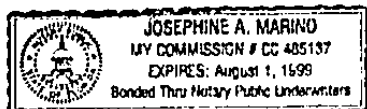
This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscribing incorporator has hereunto set her hand and seal for the purpose of forming this corporation under the laws of the State of Florida, and does hereby make, subscribed, acknowledge and file in the office of the Secretary of the State of Florida these Articles of Incorporation and certifies that the facts herein stated are true, this 11th day of September, 1996.

John W. Madden
JOHN W. MADDEN

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 11th day of September, 1996, by JOHN W. MADDEN, (PLEASE CHECK ONE OF THE FOLLOWING) who is personally known to me or who has produced _____ (TYPE OF IDENTIFICATION) as identification and who (PLEASE CHECK ONE OF THE FOLLOWING) did or did not take an oath.



(SEAL)

Josephine A. Marino
Josephine A. Marino (Print Name)
NOTARY PUBLIC
My Commission Expires: 8/1/99

SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 16 04:12:16

ACKNOWLEDGMENT OF REGISTERED AGENT

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



MATTHEW L. JONES, Registered Agent