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Michael J. McAliney  
501 Goodlette Road North  
Suite D-306  
Naples, FL 34102  
941-435-9399

September 26, 1996

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

000001961380  
-10/01/96--01133--024  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

*Via Overnight Courier*

Re: Incorporation of Michael J. McAliney, P.A.

Dear Madam or Sir:

Please find enclosed the following: 1) an original and one copy of the Articles of Incorporation; 2) a Certificate of Designation of Registered Office and Registered Agent; and 3) a check for \$78.75, which includes \$8.75 for a certificate of status. Please send the certificate of status to the address above. Thank you.

Sincerely,

  
Michael J. McAliney

OCT 4 1996

BSB

FILED  
96 SEP 30 AM 9:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Articles of Incorporation  
of  
Michael J. McAliney, P.A.**

**FILED**  
96 SEP 30 AM 9:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, who is duly licensed to practice law in the State of Florida, desiring to form a professional corporation in accordance with the Florida Business Corporation Act and the Florida Professional Service Corporation and Limited Liability Company Act, adopts the following Articles of Incorporation:

**I. Name**

The name of the corporation is Michael J. McAliney, P.A.

**II. Purpose**

The purpose for which the corporation is organized is to practice the profession of law.

**III. Election Under Professional Service Corporation Act**

The corporation elects to be governed by the Florida Professional Service Corporation and Limited Liability Company Act.

**IV. Duration**

The term of existence of the corporation is perpetual.

**V. Capital Stock**

The number of shares the corporation is authorized to issue is one hundred (100), all of which shall be common shares with a par value of one dollar (\$1.00).

**VI. Stated Capital**

The amount of capital with which the corporation shall begin business is five hundred dollars (\$500.00).

**VII. Registered Office**

The street address of the corporation's initial registered office in this State is 501 Goodlette Road North, Suite D-306, Naples, Florida, 34102. The initial registered agent at the registered office is Michael J. McAliney.

### VIII. Principal Office

The mailing address of the initial principal office of the corporation is 501 Goodlette Road North, Suite D-306, Naples, Florida, 34102.


### IX. Incorporators

The name and mailing address of the incorporator is the following: Michael J. McAliney, 501 Goodlette Road North, Suite D-306, Naples, Florida, 34102.

### X. Directors

The business of the corporation shall be managed by the shareholders of the corporation rather than by a Board of Directors.

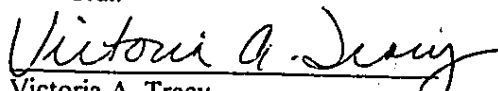
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on September 25, 1996.

  
Michael J. McAliney  
Florida Bar Number 37435

State of Florida       )  
                                  )  
County of Collier     )

On September 26, 1996, before me Victoria A. Tracy, the undersigned officer, personally appeared Michael J. McAliney, known to me to be the person whose name is subscribed to this document and acknowledged that he executed the document for the purpose contained therein.

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

  
Victoria A. Tracy

My commission expires: 12/21/98



**Certificate of Designation of  
Registered Office and Registered Agent**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating the registered office and registered agent in the State of Florida.

1. The name of the corporation is Michael J. McAliney, P.A.
2. The address of the registered office is 501 Goodlette Road North, Suite D-306, Naples, Florida, 34102.
3. The name of the registered agent at the registered office is Michael J. McAliney.

Date

9/26/96


  
Michael J. McAliney, P.A.

By: Michael J. McAliney - Shareholder

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this 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.

Date

9/26/96

  
Michael J. McAliney

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TALLAHASSEE, FLORIDA