

P96000085/43

KORN, ZEHMER & GELLATLY, P.A.
ATTORNEYS AT LAW
JACKSONVILLE, FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 14 PM 3:27

PLEASE REPLY TO:
POST OFFICE BOX 550700
JACKSONVILLE, FLORIDA 32255-0700
TELEFAX (904) 296-0384

SUITE 200, SOUTHPOINT BUILDING
8620 SOUTHPOINT DRIVE, SOUTH
JACKSONVILLE, FLORIDA 32218
TELEPHONE (904) 296-2111

VIA FEDERAL EXPRESS 1326356581

Secretary of State
Corporate Division
409 East Gaines Street
Tallahassee, Florida 32301

EFFECTIVE DATE
10-9-96

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-10/15/96--01017--006
****122.50 ****122.50

Re: Jeffrey H. Rolland & Associates, Inc.

Ladies and Gentlemen:

Enclosed is an original and one copy of articles of incorporation and registered agent designation for the above-named corporation. Also, a check in the sum of \$122.50 is enclosed which represents the following fees: \$35.00 fee to file the articles of incorporation; \$35.00 fee to file the registered agent designation; and \$52.50 for a certified copy of the foregoing.

Please file the enclosed originals and return certified copies to the undersigned in the enclosed, self-addressed stamped envelope. Your prompt attention to this matter is greatly appreciated.

Sincerely yours,

John H. Zehmer
John H. Zehmer

Enclosures
ROLL10.11

D. BROWN OCT 15 1996

EFFECTIVE DATE
10-9-96

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**ARTICLES OF INCORPORATION
OF**

JEFFREY H. ROLLAND & ASSOCIATES, INC.

ARTICLE I

The name of this corporation is: Jeffrey H. Rolland & Associates, Inc. The principal office of the corporation is located at 1650 Prudential Drive, Suite 202, Jacksonville, Florida 32207.

ARTICLE II

This corporation is organized for the purpose of transacting any or all lawful business permitted under the Laws of the United States and of the State of Florida.

ARTICLE III

The total number of authorized shares of the capital stock of this corporation is ten thousand (10,000) shares, consisting of one class only, designated as "common stock," and having a par value of ten cents (\$0.10) each. Each issued and outstanding share shall be entitled to one vote. The shareholders may, by Bylaw provision unanimously approved or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

ARTICLE IV

This corporation shall have perpetual existence. The existence of this corporation shall begin as of October 9, 1996.

ARTICLE V

The number of directors that the corporation shall have shall be not less than one (1) but may be such greater number as may be elected by the shareholders from time to time in accordance with the Bylaws of the corporation. Initially, there shall be one (1) director.

ARTICLE VI

The name and post office address of the first director of the corporation, who shall hold office for the first year of existence of the corporation or until his successor is elected or appointed and qualified is:

Name

Post Office Address

Jeffrey H. Rolland

1805 Twelve Oaks Lane
Jacksonville, Florida 32207

ARTICLE VII

The name and post office address of the incorporator of this corporation is as follows:

Name

Post Office Address

Jeffrey H. Rolland

1650 Prudential Drive, Suite 202
Jacksonville, Florida 32207

ARTICLE VIII

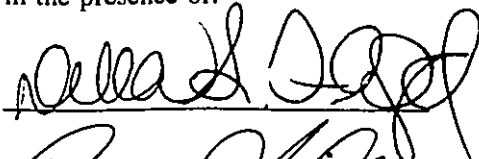

The street address of the initial registered office of this corporation is 1650 Prudential Drive, Suite 202, Jacksonville, Florida 32207, and the name of the initial registered agent of this corporation at that address is Jeffrey H. Rolland.

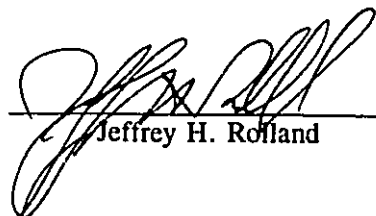
ARTICLE IX

This corporation reserves the right to amend, alter, change or repeal any provisions contained in its Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

THE UNDERSIGNED, being the original incorporator hereinafter named for the purpose of forming a corporation to do business both within and without the State of Florida, to make, subscribe, acknowledge, and file these Articles, hereby declares and certifies that the facts herein stated are true and accordingly have hereunto set my hand and seal this 7 day of October, 1996.

Signed, sealed and delivered
in the presence of:

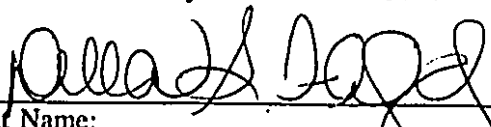




Jeffrey H. Rolland

STATE OF FLORIDA)
)
COUNTY OF DUVAL)

BE IT REMEMBERED that on this 7th day of October 1996, personally came before me, Jeffrey H. Rolland, who is personally known by me, and who is the incorporator of the foregoing Articles of Incorporation and acknowledged that he signed said Articles in his act and deed on behalf of Jeffrey H. Rolland & Associates, Inc., and that the facts therein stated are truly set forth.

GIVEN under my hand and seal of office the day and here aforesaid.

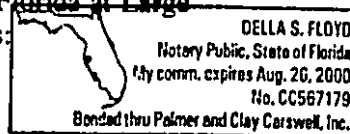


Print Name: _____

Notary Public, State of Florida ~~at Large~~

My Commission Expires: _____

My Commission No.: _____



**CERTIFICATE NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 14 PM 3:28

Pursuant to Section 48.091, Florida Statutes, the following is submitted:

That Jeffrey H. Rolland & Associates, Inc., a corporation duly organized and existing under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at the City of Jacksonville, County of Duval, State of Florida, has named Jeffrey H. Rolland, 1650 Prudential Drive, Suite 202, Jacksonville, Florida 32207, as its agent to accept service of process within this state.

JEFFREY H. ROLLAND & ASSOCIATES, INC.

10.7.96

Date


By: Jeffrey H. Rolland, Incorporator

ACCEPTANCE

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

10.7.96

Date


Jeffrey H. Rolland

ROI A01.96