

LAW OFFICE OF
RONALD L. NELSON
ATTORNEY AT LAW
100 SECOND AVENUE SOUTH, SUITE 200
ST. PETERSBURG, FLORIDA 33701
(813) 898-9292

P960000 85334

October 15, 1996

State of Florida
Department of State
Corporate Division
P.O. Box 6327
Tallahassee, FL. 32314

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****122.50 ****122.50

Gentlemen:

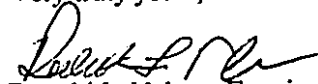
RE: Ronald L. Nelson, P.A.

Enclosed is an original and one copy of the Articles of Incorporation for the above company. Please file the original in your offices and certify and return to us one certified copy.

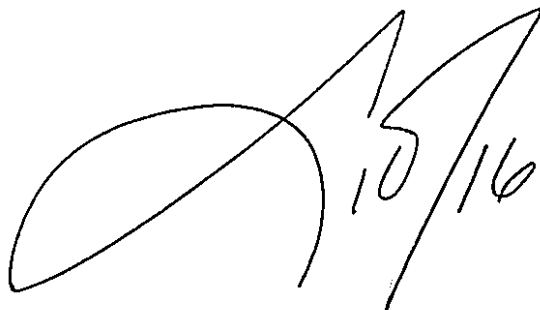
We are enclosing our check in the amount of \$122.50, covering:

\$70.00 - Filing fee
52.50 - Certified copy
\$122.50 - Total

Very truly yours,


Ronald L. Nelson, Esquire

FILED
96 OCT 14 PM 3:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA


10/16

ARTICLES OF INCORPORATION
OF
RONALD L. NELSON, P.A.

FILED
96 OCT 14 PM 3:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract and legally authorized to practice the profession of law in the State of Florida, hereby proceeds to form a professional corporation in accordance with the Florida Professional Service Corporation Act, and hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I
NAME

The name of this corporation is RONALD L. NELSON, P.A.

ARTICLE II
DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III
PURPOSE

The purpose of the Corporation and the nature of its business are as follows:

1. To engage in the practice of law as a professional service corporation and to provide services incident thereto.
2. To own property, enter into contracts and carry on any activity necessary or incidental to the accomplishment or furtherance of the purpose of this Corporation.
3. The services of this Corporation which consist of the practice of law shall be carried out only through officers, employees and agents who are active members of The Florida Bar in good standing and licensed in Florida to render the service of law practicing and counseling.
4. To do everything necessary, proper or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act incidental thereto which

is not forbidden by the laws of the State of Florida, by the Rules of the Florida Bar or by the provisions of these Articles of Incorporation.

ARTICLE IV CAPITAL STOCK

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 100 having a par value of \$1 per share. Such shares shall be of a single class of common stock. None of the shares of the Corporation may be issued to anyone other than an individual who is duly licensed to practice law in the State of Florida and is an active member of the Florida Bar in good standing.

ARTICLE V PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 100 Second Avenue South, Suite 200, St. Petersburg, Florida 33701, and the name of the initial registered agent of this corporation at that address is Ronald L. Nelson.

ARTICLE VII INITIAL BOARD OF DIRECTORS

The Corporation shall be managed by a Board of Directors of at least one (1) Director. No person shall serve as a Director of the Corporation unless the person is duly licensed to practice law and is an active member of The Florida Bar in good standing. The Directors shall be elected by the shareholders of the Corporation. The name and street address of each person who is to serve as a member of the initial Board of Directors is as follows:

Ronald L. Nelson
100 Second Avenue South, Suite 200
St. Petersburg, Florida 33701

ARTICLE VIII
SUBSCRIBERS

The name and address of the subscribers, who are the incorporators of this Corporation, each of whom is duly licensed in the State of Florida to practice law, are as follows: Ronald L. Nelson, 100 Second Avenue South, Suite 200, St. Petersburg, Florida 33701.

ARTICLE IX
INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director; to the full extent permitted by law.

ARTICLE X
AMENDMENT

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

ARTICLE XI
RESTRAINT ON ALIENATION

No shareholder may sell or transfer his shares in the Corporation except to another individual who is eligible to be a shareholder of the Corporation under Florida law.

ARTICLE XII
DISQUALIFICATION

If any officer, shareholder, agent or employee of the Corporation who has been rendering professional service to the public for the Corporation becomes legally disqualified to render such professional services within Florida or accepts employment that places restrictions or limitations upon his or her continued rendering of such professional services, then the Corporation shall require him or her to comply with the

Florida Professional Service Corporation Act by severing all employment with and financial interests in the Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation of the 11th day of October, 1996.

Ronald L. Nelson

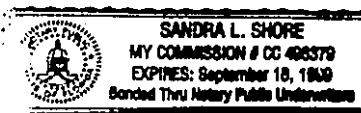
By: *Ronald L. Nelson*
Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared RONALD L. NELSON, President of Ronald L. Nelson, P.A., known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 11 day of October, 1996.

Sandra L. Shore
NOTARY PUBLIC, State of Florida
My commission expires:




CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

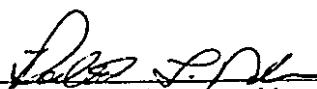
FIRST that RONALD L. NELSON, P.A., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 100 Second Avenue South, Suite 200, St. Petersburg, Florida 33701, has named Ronald L. Nelson, located at 100 Second Avenue South, Suite 200, St. Petersburg, Florida 33701, as its agent to accept service of process within Florida.

Dated: October //, 1996


Ronald L. Nelson, Incorporator

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Ronald L. Nelson

By: 
Ronald L. Nelson, President
Registered Agent

FILED
96 OCT 14 PM 3:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA