1201 HAYS STREET TARTAHASSEL, IT 32301-2607 800-142-8086

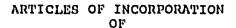
904-222-9171

THE NEW THE PROPERTY ACCOUNT NO. 1 ... 072100000032 126438 3487A REFERENCE : AUTHORIZATION : \$ 122.50 COST LIMIT : ORDER DATE: October 21, 1996 ORDER TIME : 10:33 AM ORDER NO. : 126438-005 CUSTOMER NO: 3487A ារ មេហារូបប្រាប់ 1 ប្រជាជាក្នុងប្រាប់ ការ ប្រ CUSTOMER: Bruce P. Chapnick, Esq. ICARD MERRILL CULLIS TIMM FUREN & GINSBURG, PA 2033 Main Street, Suite 101 P. O. Drawer 4195 Sarasota, FL 34237 DOMESTIC FILING NAME: LEDINGHAM & HART ASSOCIATES, INC. EFFECTIVE DATE: XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: _ CERTIFIED COPY

__ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:



LEDINGHAM & HART ASSOCIATES, INC.

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation ("Corporation") is:

LEDINGHAM & HART ASSOCIATES, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any lawful act, activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - PRINCIPAL OFFICE

The street address of the principal office of the Corporation is 4301 32nd Street West, Suite C 17, Bradenton, Florida 34205.

ARTICLE V - CAPITAL STOCK

The shares of stock of the Corporation shall consist of only one class of stock. The number of shares of stock this Corporation is authorized to issue and have outstanding is 1,000 shares of Common Stock, having a par value of \$1.00 per share. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The initial street address of the Corporation's registered office is Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A., 2033 Main Street, Sarasota, FL 34237. The initial registered agent for the Corporation at that address is Bruce P. Chapnick.

ARTICLE VII - DIRECTORS

The initial board of directors shall consist of (number) members. The names and address of the persons who will serve on the initial board of directors are:

Name	Address
Ed Ledingham	1206 56th St. West Bradenton, FL 34209
Terrell Hart	3827 Glen Oaks Manor Dr. Sarasota, FL 34232

ARTICLE VIII - INCORPORATOR

The names and street addresses of the incorporator(s) to these Articles of Incorporation are:

Name	Address
Ed Ledingham	1206 56th St. West Bradenton, FL 34209
Terrell Hart	3827 Glen Oaks Manor Dr. Sarasota, FL 34232

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE X - AMENDMENT

The Articles of Incorporation may be amended in certain instances by the Board of Directors pursuant to applicable law and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders meeting by a majority of the stock entitled to vote thereon.

ARTICLE XI - SHAREHOLDER ACTION

An affirmative vote of a majority of the shares of the capital stock of the Corporation shall be required for any Shareholder action. IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10th day of October, 1996.

Ed Ledingham Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for LEDINGHAM & HART ASSOCIATES, INC. at the place designated in the Articles of Incorporation, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.

Bruce P. Chapnick, Registered Agent

Date: October 10, 1996

P96000086692

FUREN & GINSBURG, P.A.

ATTORNEYS AND COUNSELLORS

OOD STILLS (TESHTE HIAM CCOS

DARAGOTA, FLORIDA 34237

(941) 366-8100

FACRIMULE:

(941) 366-6384

REPLY TO: P.O. BOX 4195 BARABOTA, FLORIDA 34830 IOD HADDE HEADER STROP POSTAL DEAWER 3430 3430 ACHMAT POSTAL STROPHONE STROP

TAMPA PACSIMILE

November 6, 1996

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

BRUCE P. CHAPNICK

Re: Ledingham-Hart & Associates, Inc., f/k/a Ledingham & Hark Associates, Inc.

TO WHOM IT MAY CONCERN:

Enclosed please find an original and one copy of the Articles of Amendment to Articles of Incorporation for the above-captioned corporation together with our check in the amount of \$87.50 representing payment of the following:

Filing Fees:
 Certified Copy:

\$ 35.00 \$ 52.50

\$ 87.50

Please return certified copy of the Articles of Amendment to Articles of Incorporation to me at the above address.

Should you have any further questions, please feel free to contact me.

Rose GAVE

AUTHORIZATION BY PHONE TO

CORRECT present Corp. Name

DATE 11/20

Enclosures

BPC\clients\ledingham\dos.ltr

Very truly yours,

ICARD, MERRILL, CULLIS, TIMM, FUREN,

& GINSBURG, P.A.

Bruce P. Chapnick

NC

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

LEDINGRAM & BART ASSOCIATES, INC.



Pursuant to the provisions of Section 607.1006, Florida Statutes, this Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

- 1. The name of the corporation is LEDINGHAM & HART ASSOCIATES, INC.
- 2. This Corporation's Articles of Incorporation are hereby amended, as follows:
- A. Article I NAME of this Corporation's Articles of Incorporation is hereby deleted in its entirety, and the following is substituted in lieu thereof:

ARTICLE I - NAME

The name of the corporation ("Corporation") is:

LEDINGHAM-HART & ASSOCIATES, INC.

- 3. These Articles of Amendment to Articles of Incorporation were duly adopted on November 6, 1996.
- 4. These Articles of Amendment to Articles of Incorporation were approved by the Shareholders. The number of votes cast for the Articles of Amendment to Articles of Incorporation were sufficient for approval.

In Witness Whereof, the undersigned Officer of this Corporation has executed these Articles of Amendment to Articles of Incorporation on November 6, 1996

LEDINGHAM-HART & ASSOCIATES, INC.

Edward C. Leding kom
Edward C. Ledingham, President