

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-9171

800-342-8086

P96000086692



PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. 072100000032

REFERENCE : 126438 3487A

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$ 122.50

ORDER DATE : October 21, 1996

ORDER TIME : 10:33 AM

ORDER NO. : 126438-005

CUSTOMER NO: 3487A

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:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

Dmc
10-21-96

FILED
55 OCT 21 PM 3:14
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

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, Incorporated
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
Bruce P. Chapnick, Registered Agent
Date: October 10, 1996

FILED
OCT 21 PM 3:14
FLORIDA

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ICARD, MERRILL, CULLIS, TIMM,
FUREN & GINSBURG, P.A.

ATTORNEYS AND COUNSELLORS

2033 MAIN STREET, SUITE 600
SARASOTA, FLORIDA 34237

(941) 366-8100

FACSIMILE:

(941) 366-6304

REPLY TO: P.O. BOX 4195

SARASOTA, FLORIDA 34230

100 NORTH TAMPA, SUITE 3100
POSTAL DRAWER 3430
TAMPA, FLORIDA 33601

(813) 221-2100

TAMPA FACSIMILE

(813) 229-0550

BRUCE P. CHAPNICK

November 6, 1996

3000002002639--0
-11/13/96--01082--021
*****87.50 *****87.50

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

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

- | | |
|--------------------|----------|
| 1. Filing Fees: | \$ 35.00 |
| 2. Certified Copy: | \$ 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

BPC/yt
Enclosures
BPC\clients\ledingham\dos.ltr

Very truly yours,
ICARD, MERRILL, CULLIS, TIMM, FUREN,
& GINSBURG, P.A.


Bruce P. Chapnick

96 NOV 14 AM 1:10
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

VS NOV 22 1996

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
LEDINGHAM & HART ASSOCIATES, INC.

FILED
96 NOV 14 PM 1:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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. Ledingham
Edward C. Ledingham, President