

P960000096856

MATTHEW W. SOWELL, P.A.

ATTORNEY AT LAW

ONE INDEPENDENT DRIVE, SUITE 3204

JACKSONVILLE, FLORIDA 32202

(904) 358-9000

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1 October 1996

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT -8 AM 10:11

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

Re: Incorporation of Matthew W. Sowell, P.A.
A Florida Corporation

800001966848
-10/08/96--01010--010
****122.50 ****122.50

Dear Madam/Sir:

Enclosed for filing are an original and one copy of Articles of Incorporation of Matthew W. Sowell, P.A., a Florida Corporation. Also enclosed is a check for \$122.50 to cover the following fees:

Filing fees	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	35.00

Total fees	\$122.50
	=====

Please file the original Articles of Incorporation and forward a certified copy to our offices.

634-
W96-21516

Very truly yours,


Matthew W. Sowell

MWS/ns
Enclosures

af 12/2/96



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 OCT -8 AM 10:11

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 10, 1996

MATTHEW W. SOWELL, P.A.
ONE INDEPENDENT DRIVE
SUITE 3204
JACKSONVILLE, FL 32202

SUBJECT: MATTHEW W. SOWELL, P.A.
Ref. Number: W96000021516

We have received your document for **MATTHEW W. SOWELL, P.A.** and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 196A00046260

MATTHEW W. SOWELL, P.A.

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JACKSONVILLE, FLORIDA 32202
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P.O. Box 6327
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Re: Incorporation of Matthew W. Sowell, P.A.
A Florida Corporation

Dear Madam/Sir:

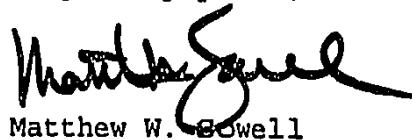
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Please file the original Articles of Incorporation and forward a certified copy to our offices.

Very truly yours,


Matthew W. Sowell

MWS/ns
Enclosures

EFFECTIVE DATE

10/1/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Articles of Incorporation

of

96 OCT -8 AM 10: 11

Matthew W. Sowell, P.A.

The undersigned, for the purpose of forming a professional corporation under the Florida Professional Service Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I

NAME AND PLACE OF BUSINESS

Name and Place of Business. The name of this corporation is Matthew W. Sowell, P.A., with its principal place of business at One Independent Drive, Suite 3204, Jacksonville, Florida 32202.

ARTICLE II

DURATION

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if these Articles are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE III

PURPOSE AND NATURE OF BUSINESS

The purpose for which this corporation is organized and the general nature of the business to be transacted by this corporation is to engage in every phase and aspect of the business of rendering to the public through this corporation's officers, employees, and agents who are duly licensed or otherwise legally authorized under the laws of the State of Florida to practice law, the same professional services that an attorney duly licensed under the laws of the State of Florida is authorized to render; provided, however, nothing in these Articles of Incorporation shall be interpreted to prohibit this corporation from investing its funds in real estate, mortgages, stocks, bonds or any other type of investments, or from

owning real and personal property necessary for the rendering of such professional services.

ARTICLE IV

CAPITAL STOCK

(a) Authorized Capital. The authorized capital stock of this corporation shall consist of Ten Thousand (10,000) shares of common stock having a par value of \$00.01 per share.

(b) Limitation of Issuance. None of the shares of capital stock of this corporation may be issued to anyone other than an individual duly licensed or otherwise legally authorized to practice law in the State of Florida.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is One Independent Drive, Suite 3204, Jacksonville, Florida, and the name of the initial registered agent of this corporation at that address is Matthew W. Sowell.

ARTICLE VI

DIRECTORS

(a) Number. This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

(b) Initial Director. The name and street address of the member of the first Board of Directors of this corporation is: Matthew W. Sowell, One Independent Drive, Suite 3204, Jacksonville, Florida 32202.

(c) Compensation. The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of this corporation may also serve this corporation in any other capacity and receive compensation therefor in any form.

(d) Indemnification. The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees, and agents to the full extent permitted by law.

ARTICLE VII

RESTRAINT OF ALIENATION OF SHARES

No shareholder of this corporation may sell, hypothecate or otherwise transfer his shares except to another individual who is eligible to be a shareholder of this corporation.

ARTICLE VII

BYLAWS

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall thereafter be adopted, altered, amended or repealed from time to time by either the shareholders or the directors, but the directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX

INCORPORATOR

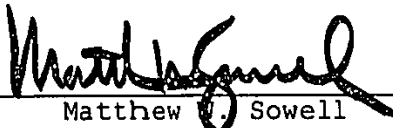
The street address of the incorporator of this corporation is One Independent Drive, Suite 3204, Jacksonville, Florida, and the name of the incorporator of this corporation is Matthew W. Sowell.

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles as of the 1st day of October, 1996.



Matthew W. Sowell

STATE OF FLORIDA
COUNTY OF DUVAL

21st The foregoing instrument was acknowledged before me this day of November, 1996, by Matthew W. Sowell, who is either personally known to me or produced the identification described below and who did not take an oath.

(SEAL)

My Commission Expires:
February 6, 2000


Print: John E. Floyd
Notary Public, State and County
Aforesaid.
Commission No. CC530584


Florida Driver's License
Type of Identification



JOHN E FLOYD
My Commission CC530584
Expires Feb. 06, 2000

ACCEPTANCE BY REGISTERED AGENT

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


Matthew W. Sewell

Dated: November 21, 1996

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