

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

800-342-8086

P96000097861

904-22-671
904-2-0393



PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 166455 7116511

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 122.50

ORDER DATE : November 25, 1996

ORDER TIME : 10:58 AM

ORDER NO. : 166455-005

600002013186--2

CUSTOMER NO: 7116511

CUSTOMER: B. Paul Katz, Esq
B. PAUL KATZ, ESQ
904-445-9322
Sunrise Plaza, Suite 110
1 Florida Park Drive, N.
Palm Coast, FL 32137

DOMESTIC FILING

NAME: B. PAUL KATZ, P.A.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS:

*W-24882
KR 11:25
12.4.96*

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 NOV 25 AM 11:56

FILED

DIVISION OF CORPORATIONS

96 NOV 25 AM 11:27

RECEIVED



Law Office of
B. PAUL KATZ

Personal Injury and Wrongful Death
Commercial Litigation
Estate Planning, including
Wills and Trusts
Probate Litigation
Corporate and Business Law
Real Estate
Marital and Family Law
Securities and Investor Litigation
General Civil Practice

Suite 110 Sunrise Plaza
1 Florida Park Drive North
Palm Coast, Florida 32137
(904) 445-9922
Fax (904) 446-4951

December 2, 1996

Ms. Bobbie Cox
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: B. PAUL KATZ, P.A.
Ref. Number: W96000024882
Letter Number 196A00053406

FILED
96 NOV 25 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Ms. Cox:

Enclosed please find the following documents:

1.) The affidavit that we spoke about confirming that the new corporation is in no way related to the old corporation and further confirming that the old corporation did not carry on any further business or own any assets during the period of time it was administratively dissolved.

2.) I am returning to you the package (in duplicate) that we originally attempted to file through CSC Networks and ask that the documents be filed in accordance with the instructions from CSC Networks.

I look forward to the immediate return of the certificate under seal.

Sincerely yours,

B. Paul Katz

BPK:egb
Enclosures
cc: CSC Networks, Inc.

AFFIDAVIT

FILED
96 NOV 25 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF FLAGLER

NOW COMES B. PAUL KATZ, known to me, who after being duly sworn does depose and say:

1. That he is personally knowledgeable in the premises.
2. In 1980, he incorporated B. Paul Katz, P.A., to carry on the practice of law in Volusia County, Florida. That corporation was active and current until 1987, when it ceased all operations. From that time until the date hereof, that corporation carried on no business and owned no assets. According to the records of the Secretary of State, that corporation was administratively dissolved in 1988.
3. In 1987, your affiant closed his law practice in Volusia County, and began practicing law in Flagler County, Florida, as an employee of Chimento and Katz, P.A., a wholly unrelated corporation owned 100% by Michael D. Chimento. Your affiant continued to practice law exclusively as an employee of that firm until June, 1996, when he left to practice law on his own in Flagler County.
4. Your affiant seeks to create a new corporation, also to be known as B. Paul Katz, P.A., but in no way related to the dissolved corporation. No one seeking to reinstate the dissolved corporation. According to Section 607.1422, Florida Statutes, the name of a dissolved corporation is available for assumption or use by another corporation one year after the effective date of the administrative dissolution. It has been approximately eight years since the prior corporation was administratively dissolved.
5. The new corporation will have no assets of the prior corporation. It will not be a

successor to the old corporation, but will be an entirely distinct corporation, operating in a wholly different market area, in a different county in Florida. It will not carry on any business of the prior corporation. The only similarity will be the name of the corporation, which, under the cited statute, is available for use at this time.

FURTHER YOUR AFFIANT SAYETH NAUGHT.



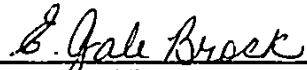
B. PAUL KATZ

STATE OF FLORIDA
COUNTY OF FLAGLER

SWORN TO AND SUBSCRIBED before me, the undersigned authority, on this 2d day of December, 1996.



E. GALE BROCK
MY COMMISSION # CC328873 EXPIRES
November 11, 1997
BONDED THROUGH TRU FARM INSURANCE, INC.



E. Gale Brock
Notary Public

My Commission Expires:

96 NOV 25 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
96 NOV 25 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 25, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

SUBJECT: B. PAUL KATZ, P.A.
Ref. Number: W96000024882

We have received your document for B. PAUL KATZ, P.A. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

In reviewing our records, we note there is a(n) B. PAUL KATZ, P.A., Document number 687158, in existence.

Because of the similarities between the existing corporation and the one you are now seeking to file with us, and because it is our duty to assure that all fees due this office in accordance with section 607.0130(2)(c), Florida Statutes, are collected, we are returning the articles of incorporation unfiled and must request you return the existing corporation to good standing by completing the enclosed reinstatement application and submitting it with the appropriate fees.

The fees to reinstate the corporation are as follows: \$175 reinstatement fee, \$61.25 filing fee per year for the years 1988 through the current year, \$138.75 supplemental fee for the years 1992 forward. The total fee to file the reinstatement is \$1420.00, therefore, there is a balance of \$1297.50 due. Add an additional \$8.75 for each certificate of status requested.

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) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 196A00053406

ARTICLES OF INCORPORATION

of

B. PAUL KATZ, P.A.

FILED
96 NOV 25 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber of these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

B. PAUL KATZ, P.A.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is providing legal and related services, and to engage in every and any aspect and phase of any and every lawful business, permitted by the provisions of Chapter 621, Florida Statutes, and no others.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Hundred shares of common stock with a nominal or par value of \$1.00 each. The consideration to be paid for each share shall be fixed by the Board of Directors. There shall be no other class of stock. The incorporators directors or shareholders may, by contract, restrict the alienability of this stock. All stock in this Professional Association is restricted to the following extent: No shareholder of this Professional Association may sell or transfer his shares in this Professional Association, except to another Professional Association, Professional Limited Liability Company or individual authorized to perform legal services in Florida. An endorsement shall be made upon each certificate of stock indicating the existence of such contract.

Stock in this Professional Association may not be held by anyone other than a professional corporation, a professional limited liability company, or an individual who is licensed or otherwise legally authorized to render legal services. No shareholder shall enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any shareholder's stock. If any member or shareholder who has rendered legal services becomes legally disqualified to render such professional services within this state or accepts employment that, pursuant to then existing law, places restrictions or limitations on that person's continued rendering

of such professional services, that person shall sever all employment with, and financial interests in this Professional Association.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$100.00.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is P.O. Box 395, Bunnell, Florida, 32110. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII. DIRECTORS

The corporation shall have One directors initially. The number of directors may be increased from time to time, by By-Laws adopted by the stockholders.

ARTICLE VIII. INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
B. Paul Katz	P.O. Box 395, Bunnell, Florida 32110

ARTICLE IX. SUBSCRIBERS

The name and post office address of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take, and the value of the consideration thereof:

<u>Name</u>	<u>Address</u>	<u>Shares</u>	<u>Consideration</u>
B. Paul Katz	P.O. Box 395, Bunnell, Florida 32110	100	\$100.00

ARTICLE X. AMENDMENT

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XI. REGISTERED AGENT AND OFFICE

The registered agent and office for this corporation shall be B. PAUL KATZ, Suite 110, Sunrise Plaza, 1 Florida Park Drive North, Palm Coast, Florida 32137, to accept service of process within this State as to this corporation.



B. PAUL KATZ

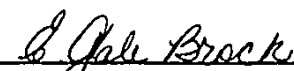
STATE OF FLORIDA
COUNTY OF FLAGLER

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared B. PAUL KATZ, to me personally known to be the person described as subscriber in and who executed the foregoing Restated Articles of Incorporation, and acknowledged before me that he subscribed to those Restated Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 21 day of November, 1996.



E. GALE BROCK
MY COMMISSION # CC328673 EXPIRES
November 11, 1997
BONDED THRU TROY FAIR INSURANCE, INC.



Notary Public, State of Florida at Large
My commission expires:

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST: THAT B. PAUL KATZ, P.A., , DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS AT SUITE 110 SUNRISE PLAZA, 1 FLORIDA PARK DRIVE NORTH, PALM
COAST, FLORIDA, HAS NAMED B. PAUL KATZ,, ESQUIRE, LOCATED AT SUITE 110
SUNRISE PLAZA, 1 FLORIDA PARK DRIVE NORTH, PALM COAST, FLORIDA, AS ITS
REGISTERED AGENT AND OFFICER TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.


B. PAUL KATZ, President

DATE: 11-21-96

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 I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.


B. PAUL KATZ
REGISTERED AGENT

DATE: 11-21-96

FILED
96 NOV 25 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA