

P97000004902



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 224337 133628A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 16, 1997

ORDER TIME : 9:53 AM

ORDER NO. : 224337-005

CUSTOMER NO: 133628A

CUSTOMER: Douglas J. Burns, Esq
GOVAN, BURNS & JONES

6500 Central Avenue

St. Petersburg, FL 33707

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-01/16/97--01016-025
****122.50 ****122.50

DOMESTIC FILING

NAME: FP & ASSOCIATES
INVESTMENTS, 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: W. Charles Earnest

EXAMINER'S INITIALS:

FILED
97 JAN 16 AM 7:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
JAN 16 1997
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KR
1-17-97

**ARTICLES OF INCORPORATION
OF
FP & ASSOCIATES INVESTMENTS, INC.**

97 JAN 16 AM 7:52
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SECRET
TALLAHASSEE, FLORIDA

The undersigned subscriber, he being a natural person, competent to contract for the purpose of forming a corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I

NAME OF BUSINESS: The name of the proposed corporation shall be **FP & ASSOCIATES INVESTMENTS, INC.**

ARTICLE II

NATURE OF BUSINESS: The general nature and purpose of business to be transacted, promoted and carried on by the corporation is to engage in any activity or business now or hereafter authorized and permitted under the laws of the United States and the State of Florida to be done or exercised by corporations organized for profit.

ARTICLE III

INITIAL CAPITAL: The amount of capital with which this corporation shall begin business is Five Hundred and 00/100 Dollars (\$500.00).

ARTICLE IV

CAPITAL STOCK: The total number of shares of stock which this corporation shall have authority to issue is One Thousand (1,000) shares of common stock, said stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V

TERM OF EXISTENCE: This corporation shall have a perpetual term of existence, commencing upon receipt of these Articles by the Secretary of State.

ARTICLE VI

ADDRESS OF BUSINESS: The initial address of the principal office of the proposed corporation in the State of Florida shall be:

33180 U.S. Hwy. 19., N.
Palm Harbor, Florida 34684-3127

ARTICLE VII

DIRECTORS: The number of Directors of this corporation shall be no more than five (5) and no less than one (1) Director. The names and addresses of the Directors who shall hold office for the first year of existence of the corporation or until a successor or successors are elected or appointed and who have qualified are:

ANTHONY MONTELLO
33180 U.S. Hwy. 19., N.
Palm Harbor, Florida 34684-3127

ARTICLE VIII

SUBSCRIBER: The name and address of the Subscriber of this corporation is:

ANTHONY MONTELLO
33180 U.S. Hwy. 19., N.
Palm Harbor, Florida 34684-3127

ARTICLE IX

REGISTERED AGENT AND REGISTERED OFFICE: **FP & ASSOCIATES INVESTMENTS, INC.** names and designates ANTHONY MONTELLO, the Registered Agent and also establishes 33180 U.S. Hwy. 19., N., Palm Harbor, Florida, as its

Registered Office within the State of Florida, pursuant to Section
607.164 Florida Statutes.

IN WITNESS WHEREOF, the undersigned subscriber to this
instrument, Articles of Incorporation of INVESTMENTS, INC., does place
his hand and seal this 11th day of January, 1997, at
Palm Harbor, Florida.

In the presence of:

[Signature]
WITNESS

[Signature]
WITNESS

STATE OF FLORIDA

COUNTY OF PINELLAS

[Signature]
ANTHONY MONTELLO

BEFORE ME personally appeared ANTHONY MONTELLO, personally
known to me or has produced N/A as identification and
who [did] [did not] take an oath, and known to be the person
described in and who executed the foregoing instrument as
Subscriber to the foregoing Articles of Incorporation who, after
being first duly sworn, acknowledges that he executed same for the
purposes set forth and that all information is true and correct to
his best knowledge and belief.

WITNESS my hand and seal on this 11th day of January,
1997, at Palm Harbor, Florida.

[Signature]
NOTARY PUBLIC - STATE OF FLORIDA

Printed Name: Gail D. Kocemba

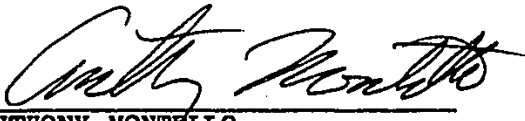
My Commission expires:



GAIL D. KOCEMBA
My Commission C0331218
Expires Nov. 18, 1997
Bonded by HAI
800-422-1555

ACCEPTANCE BY REGISTERED AGENT

I, ANTHONY MONTELLO, 33180 U.S. Hwy. 19., N., Palm Harbor, Florida, do hereby accept appointment as Registered Agent of FP & ASSOCIATES INVESTMENTS INC., together with the duties and responsibilities attaching to such appointment.


ANTHONY MONTELLO

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME personally appeared ANTHONY MONTELLO, to me well known or has produced N/A as identification and who [did] [did not] take an oath, and known to be the person described in and who executed the foregoing instrument and acknowledged to and before me that he executed the said instrument for the purposes therein expressed.

WITNESS my hand and seal this 14th day of January, 1997.


NOTARY PUBLIC - STATE OF FLORIDA

Printed Name: Gail D. Kocemba

My Commission expires:



GAIL D KOCEMBA
My Commission CC331218
Expires Nov. 18, 1997
Bonded by HAI
ann-422-1563

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TALLAHASSEE, FLORIDA