

FRANCHINO & RAWSON, P.A.
ATTORNEYS AT LAW

THOMAS W. FRANCHINO
ALSO ADMITTED IN MINNESOTA

M. JEAN RAWSON
CERTIFIED FAMILY LAW MEDIATOR
CERTIFIED COUNTY MEDIATOR
ALSO ADMITTED IN INDIANA

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January 28, 1997

Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

200002075262--0
-02/03/97--01006--008
****122.50 ****122.50

Re: Filing of Articles of Incorporation

Dear Clerk:

I have enclosed an original plus one copy of the Articles of Incorporation of Block & Block, Inc., along with a check in the amount of \$122.50. Please file the original Articles and return a copy in the self-addressed stamped envelope provided.

Should you have any questions or concerns, please do not hesitate to contact this office.

Sincerely,

Tonya M. Ward

Tonya M. Ward
Legal Assistant to Heather Gilchrist

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BSB

FILED
97 JAN 31 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BLOCK & BLOCK, INC.

FILED

97 JAN 31 PM 2:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, Mae E. Block, being a natural person competent to contract, hereby acknowledges and files these ARTICLES OF INCORPORATION in the Office of the Secretary of State of the State of Florida in order to form a Corporation for profit under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME AND ADDRESS

The name of this Corporation is BLOCK & BLOCK, INC. and the principal place of business is 18 Paddington Court, Naples, Florida 34104.

ARTICLE II

DURATION

The Corporation shall have perpetual existence, commencing upon the filing of these articles.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

CAPITAL STOCK

The Corporation is authorized to issue 7500 shares of \$1.00 par value stock, which shall be designated "common shares." The stock of the Corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and all regulations issued thereunder. Such actions as are necessary will be taken by the officers of this Corporation in order to qualify under Section 1244. This Corporation is being capitalized and its stock is being issued to comply with the

aforementioned section of the Internal Revenue Code.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 18 Paddington Court, Naples, Florida, 34104 and the name of the initial registered agent of the Corporation at that address is Mae E. Block. The Directors of this Corporation may from time to time change the registered office or registered agent, or both, by appropriate notice to the Secretary of State.

ARTICLE VI

DIRECTORS

The Corporation shall have not less than one Director, as provided by the By-Laws. Directors shall hold office for the term provided in the By-Laws or until their successors have been duly elected and qualified.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The following shall constitute the initial Board of Directors of this Corporation:

Mae E. Block

Larry E. Block

ARTICLE VIII

INCORPORATORS

The name and address of the person signing these Articles is:

NAME

Mae E. Block

ADDRESS

18 Paddington Court
Naples, Florida 34104

ARTICLE IX

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders in the manner provided by the laws of the State of Florida.

ARTICLE X

AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned Subscribers have executed these Articles of Incorporation this 22nd day of JANUARY, 1997.

Mae E. Block
Mae E. Block

STATE OF FLORIDA

COUNTY OF COLLIER

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Mae E. Block, known to me and known by me to the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 22nd day of January, 1997.

(SEAL)



TONYA MURPHY
MY COMMISSION # CC284548 EXPIRES
March 11, 1997
BONDED TRIPLE TOWN FARM INSURANCE, INC

Tonya Murphy
Notary Public - State of Florida

(Print, Type or Stamped Commissioned Name of Notary Public)

Personally Known OR Produced Identification ✓
Type of Identification Produced FL DRIVER'S LIC.

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with
said Act:

That BLOCK & BLOCK, INC, desiring to organize under the laws of the State of Florida
with its principal office, as indicated in the Articles of Incorporation in the County Collier, State of
Florida, has named MAE E. BLOCK located at 18 Paddington Court, Naples, Florida 34104, as
its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process of the above stated Corporation, at place
designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.

MAE E. BLOCK
MAE. E. BLOCK

FILED
97 JAN 31 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA