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J. WENDELL WHITEHOUSE
ATTORNEY AT LAW
445 SOUTH COMMERCE AVENUE
SEBRING, FLORIDA 33870

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FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 20, 1997

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

Re: J. WENDELL WHITEHOUSE, P.A.

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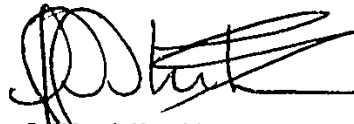
Dear Sir or Madam:

Enclosed is the original and one signed copy of the Articles of Incorporation of the above corporation. I have also enclosed this firm's check in the amount of \$122.50 for the filing and certified copy fees and a self-addressed stamped envelope for your convenience in the return.

Please process this at your earliest opportunity and return the certified copy of the Articles of Incorporation to this office.

Thank you for your assistance. If you have any questions, please call me.

Sincerely,



J. Wendell Whitehouse

JWW:pm
Enclosures

PH 2/26/97

ARTICLES OF INCORPORATION

OF

J. WENDELL WHITEHOUSE, P.A.

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of the Corporation is: **J. WENDELL WHITEHOUSE, P.A.**

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is:

445 South Commerce Avenue, Sebring, Florida 33870

ARTICLE III. PURPOSE

This corporation is organized for the purpose of providing professional legal services together with engaging in all lawful business permitted to a corporation organized under the Florida General Corporation Law, as in effect from time to time.

ARTICLE IV. CAPITAL STOCK AUTHORIZED

This corporation is authorized to issue One Thousand (1000) shares of common stock at no par value.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent office of this corporation is 445 South Commerce Avenue, Sebring, Florida 33870, and the name of the initial registered agent is J. WENDELL WHITEHOUSE.

ARTICLE VI. INCORPORATORS

The name and address of each Incorporator is as follows:

J. Wendell Whitehouse

445 S. Commerce Avenue, Sebring, FL 33870

ARTICLE VII. INITIAL BOARD OF DIRECTORS


The name and address of the initial Board of Directors is as follows:

J. Wendell Whitehouse 445 South Commerce Avenue, Sebring, Florida 33870

ARTICLE VIII. AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them.

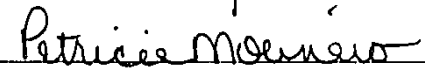
IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this
20th day of February, 1997.

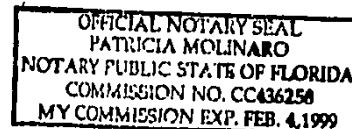

J. WENDELL WHITEHOUSE

STATE OF FLORIDA
COUNTY OF HIGHLANDS

Before me personally appeared J. WENDELL WHITEHOUSE well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 20th day of February, 1997.


Notary Public



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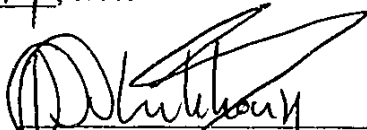
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

The undersigned is familiar with the duties and responsibilities as Registered Agent and hereby accepts appointment as Registered Agent of **J. WENDELL WHITEHOUSE, P.A.,** and who did take an oath.

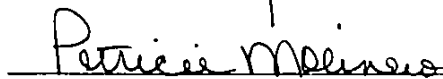
DATED this 20th day of February, 1997.


J. WENDELL WHITEHOUSE

STATE OF FLORIDA
COUNTY OF HIGHLANDS

Before me personally appeared J. WENDELL WHITEHOUSE, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 20th day of February, 1997.



Notary Public: Patricia Molinaro

Commission expires:

