

ATTORNEYS AT LAW

COHN COHN  
& SINGER

PROFESSIONAL ASSOCIATION

VANESSA NEGRON COHN  
RONALD BRUCE COHN  
GILBERT M. SINGER

JOHN G. SIANCO III  
MICHAEL S. TAYLOR

P97000019624

February 24, 1997

VIA OVERNIGHT DELIVERY

Department of State  
Corporate Records Division  
409 East Gaines Street  
Tallahassee, Florida 32301

Re: Articles of Incorporation for Paul & Singer, P.A.

Dear Sir/Madam:

900002097299--9  
-02/25/97--01125--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Enclosed are the following:

1. Articles of Incorporation for the above-referenced entity.
2. Acceptance by Registered Agent and Registered Office.
3. Check in the amount of \$70.00 to cover your filing fees.

Enclosed you will also find a photocopy of the Articles. Please return this to me with the filing date stamped on it.

Cordially,

COHN, COHN & SINGER, P.A.

Donna Harkness

Donna K. Harkness  
Senior Paralegal

/dkh

enclosures

Dmc  
3/4/97

FILED  
97 FEB 25 AM 9:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

REPLY TO: POST OFFICE BOX 3424 • TAMPA, FLORIDA 33601-3424

705 WEST AZEELE STREET • TAMPA, FLORIDA 33606 • TELEPHONE (813) 954-1400 • FACSIMILE (813) 954-5594 • E-MAIL CCSLAW@GATE.NET

**ARTICLES OF INCORPORATION  
OF**

**PAUL & SINGER, P.A.**

**A PROFESSIONAL CORPORATION**

**FILED**  
97 FEB 25 AM 9:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, who is duly licensed to practice law in the State of Florida, desiring to form a professional corporation in accordance with Chapter 607 of the Florida Statutes and the Florida Professional Service Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE ONE**

**CORPORATE NAME**

The name of the Corporation shall be **PAUL & SINGER, P.A.**

**ARTICLE TWO**

**REGISTERED AGENT AND OFFICE  
PRINCIPAL ADDRESS AND MAILING ADDRESS**

The location and address of the Corporation's initial registered office, as well as its principal address and mailing address, is c/o Cohn, Cohn & Singer, P.A., 705 West Azeele Street, Tampa, Hillsborough County, Florida 33606. The initial registered agent at the registered office is HENRY LEE PAUL.

**ARTICLE THREE**

**PURPOSE**

The purpose for which the Corporation is organized shall be to engage in the practice of law and such other businesses which may be allowable by law within the State of Florida, and to take all actions that are necessary or proper in connection with that practice.

#### ARTICLE FOUR

##### DURATION

The date when the corporate existence shall commence shall be the date of the execution of these Articles of Incorporation, and the Corporation shall have perpetual existence thereafter.

#### ARTICLE FIVE

##### PROFESSIONAL SERVICES

The professional services of the Corporation shall be rendered only through officers, employees, and agents who are duly licensed or otherwise legally authorized to practice law within the State of Florida. Professional services shall be rendered in each case by the officer, employee, or agent designated solely by this Corporation, acting through its duly elected officers. This provision shall not be applicable to the extent it is in conflict with the law or the professional rules of the profession.

#### ARTICLE SIX

##### INCORPORATORS

The name and post office address of the incorporator is:

##### Name

HENRY LEE PAUL

##### Address

c/o Cohn, Cohn & Singer, P.A.  
705 West Azeele Street  
Tampa, Florida 33606

#### ARTICLE SEVEN

##### DIRECTORS

The Board of Directors shall consist of one (1) member. The name and address of the first Board of Directors is:

##### Name

HENRY LEE PAUL

##### Address

c/o Cohn, Cohn & Singer, P.A.  
705 West Azeele Street  
Tampa, Florida 33606

#### ARTICLE EIGHT

##### CAPITAL STOCK


The number of shares of stock that the Corporation is authorized to have outstanding is 1,000, all of which shall be common shares with par value of \$1.00.

ARTICLE NINE

AMENDMENTS

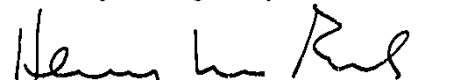
The Corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by statute. Any change authorized by the holders of shares entitling them to exercise a majority of the voting power of the Corporation, or any greater number that may then be required by statute, shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 24 day of February, 1997.

  
HENRY LEE PAUL  
Incorporator

ACCEPTANCE BY REGISTERED AGENT AND REGISTERED OFFICE

Having been named Registered Agent and designated to accept service of process for at , I hereby agree to act in this capacity. I further agree to comply with all the provisions of all the statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations provided for in Section 607.325.

  
HENRY LEE PAUL  
Registered Agent