

Arthur G. Sartorius, III
W. Kelsen Eckert

SARTORIUS & ECKERT, P.A.

Attorneys and Counselors at Law
4981 Atlantic Boulevard, Suite 4
Jacksonville, FL 32207

Phone: 904/398-8388
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March 20, 1997

PA7000025615

State of Florida
Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

VIA HAND-DELIVERY

500002120525--2
-03/21/97-01061-015
****122.50 ****122.50

Re: Incorporation of **ARTHUR G. SARTORIUS, III, P.A.**

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced company, and Certificate of Designation Registered Agent / Registered Office. Please file the original in your offices and certify and return one certified copy to us. We have enclosed our check in the amount of \$122.50, your fee for this filing.

With kind regards, I am

Sincerely,

SARTORIUS & ECKERT, P.A.

[Signature]
ARTHUR G. SARTORIUS, III

AGS/mlh

Enclosures

RECEIVED
97 MAR 21 PM 12:11
DIVISION OF CORPORATION

will wait

D. BROWN MAR 21 1997

**ARTICLES OF INCORPORATION
OF
ARTHUR G. SARTORIUS, III, P.A.**

ON FILED
27 MAR 21 PM 1:27

ARTICLE I

The name of the corporation is **ARTHUR G. SARTORIUS, III, P.A.**

1919 Atlantic Boulevard
Jacksonville, Florida 32207

ARTICLE II

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State, State of Florida.

ARTICLE III

This corporation is organized for the purpose of transacting any or all lawful business as attorneys at law.

ARTICLE IV

This corporation is authorized to issue 1,000 shares of one dollar (\$1.00) par value common stock which shall be designated as common shares.

ARTICLE V

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his or her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

The street address of the initial registered office of this corporation is 1919 Atlantic Boulevard, Jacksonville, Florida 32207 and the name of the initial registered agent of this corporation at that address is Arthur G. Sartorius, III.

ARTICLE VII

This corporation shall have one director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time in accordance with the terms and provisions of the Corporate By-Laws; however, there shall never be less than one director nor more than five. The name and address of the initial Board of Directors of the corporation is:

**Arthur G. Sartorius, III
1919 Atlantic Boulevard
Jacksonville, Florida 32207**

ARTICLE VIII

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

**Arthur G. Sartorius, III
1919 Atlantic Boulevard
Jacksonville, Florida 32207**


ARTICLE IX

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE X

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.


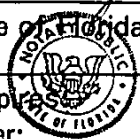
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 20th day of March, 1997.


ARTHUR G. SARTORIUS, III
Incorporator

STATE OF FLORIDA)
)
COUNTY OF DUVAL)

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Arthur G. Sartorius, III, who is personally known to me, and who did execute these Articles of Incorporation, this 20th day of March, 1997.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County above, this 20th day of March, 1997.


Notary Public, State of Florida
Printed name: _____
My Commission expires _____
Commission Number: _____

MICHELL L. HATFIELD
Comm. No. CC 377386
My Comm. Exp. June 1, 1998
Bonded thru Pichard Ins. Agcy.

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

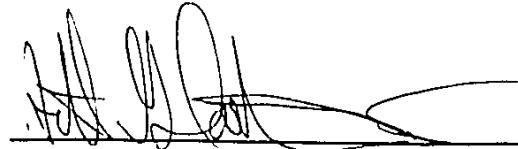
RECEIVED
SECRETARY OF STATE
JAN 26 1997

Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

1. The name of the corporation is: **ARTHUR G. SARTORIUS, III, P.A.**
2. The name and address of the registered agent and office is:

**Arthur G. Sartorius, III
1919 Atlantic Boulevard
Jacksonville, Florida 32207**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THAT CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



ARTHUR G. SARTORIUS, III
Registered Agent

March 20, 1997