



THE UNITED STATES
CORPORATION
COMPANY

P 97000039340

ACCOUNT NO. : 072100000032

REFERENCE : 352201 85063A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : May 2, 1997

ORDER TIME : 10:01 AM

ORDER NO. : 352201-005

CUSTOMER NO: 85063A

CUSTOMER: Robert W. Darnell, Esq
ROBERT W. DARNELL, ESQ

2033 Main Street, Suite 406

Sarasota, FL 34237

600002163066--4
-05/02/97--01050--002
****122.50 ****122.50

DOMESTIC FILING

NAME: BRANN & TURFFS, P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: (9)

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS:

RECEIVED
97 MAY -2 AM 10:49
DIVISION OF CORPORATION

MAY 1997

ARTICLES OF INCORPORATION
OF
BRANN & TURFFS, P.A.

FBI
STACY-2 6/11/16
TALLAHASSEE, FLORIDA

The undersigned incorporators, who are duly licensed to practice law in the State of Florida, for the purpose of forming a professional corporation under the laws of the State of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name and principal place of business and mailing address of this Corporation is: BRANN & TURFFS, P.A., 2055 Wood Street, Suite 206, Sarasota, Florida 34237.

ARTICLE II - CORPORATE PURPOSES

The corporate purposes are:

To engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida, including, but not limited to the practice of law and its purposes in furtherance of the practice of such profession are as follows:

(a) To engage in every phase and aspect of the business of rendering the same professional services to the public that an attorney, licensed under the laws of the State of Florida, is allowed to render, but such professional services shall be rendered only through individuals authorized by the laws of the State of Florida to render such professional services as individuals.

(b) To invest the funds of the corporation in real estate mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the rendering of professional services.

(c) To have, in furtherance of the corporate purposes, all of the powers conferred upon the corporations organized in the State of Florida, subject to any limitations thereof contained in these Articles of Incorporation, in Chapter 621 of the Florida Statutes, or any laws of the State of Florida.

ARTICLE III - CORPORATE POWERS

The Corporation shall have power:

- (a) To have perpetual succession by its corporation name.
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
- (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

(f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.

(g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations, of the United States or of any other municipality or of any instrumentality thereof.

(h) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

(i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state.

(k) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

(l) To make and alter bylaws, not inconsistent with these articles of incorporation and the laws of this state, for the administration and regulation of the affairs of the corporation.

(m) To make donations for the public welfare or for charitable, scientific or educational purposes.

(n) To transact any lawful business which the board of directors shall find will be in aid of governmental policy.

(o) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

(p) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise.

(g) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this corporation shall consist of only one class. The maximum number of shares of Stock that this Corporation is authorized to have outstanding at any one time is: 500 shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - INITIAL CAPITAL

The amount of capital with which this corporation will begin business will not be less than \$500.00.

ARTICLE VI - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VII - REGISTERED OFFICE AND AGENT

The initial street address of the registered office of this Corporation in the State of Florida is: 2055 Wood Street, Suite 206, Sarasota, Florida 34237. The Board of Directors may from time to time move the registered office to any other address in Florida. The initial registered agent at the aforesaid address shall be ROBERT E. TURFFS. The mailing address of the Corporation is the same as the Registered Office.

ARTICLE VIII - DIRECTORS

This Corporation shall have one (2) Directors. The number of Directors may be modified from time to time by Bylaws adopted by the Stockholders.

ARTICLE IX - INITIAL DIRECTORS

The name and street address of the first Board of Directors is:

Scott Brann
8607 Woodbriar Drive
Sarasota, FL 34238

Robert E. Turffs
8889 Fisherman Bay Drive
Sarasota, FL 34231

ARTICLE X - INCORPORATORS

The name and street address of the incorporators to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Scott Brann	8607 Woodbriar Drive Sarasota, FL 34238
Robert E. Turffs	8889 Fisherman Bay Drive Sarasota, FL 34231

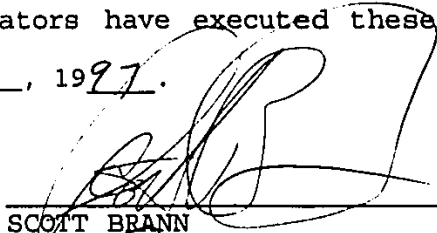
ARTICLE XI - SHAREHOLDER'S PREEMPTIVE RIGHTS

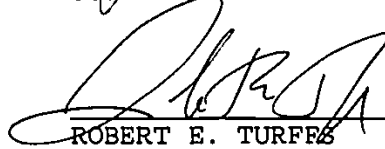
The Corporation elects to have preemptive rights and each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation and securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended by Resolution adopted by the Board of Directors, proposed by them to the Stockholders and approved at a Stockholders Meeting by a majority of the Stock entitled to vote thereon.

The undersigned Incorporators have executed these Articles
this 1 day of May, 1997.


SCOTT BRANN

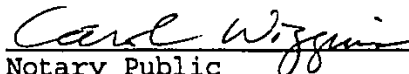

ROBERT E. TURFFS

"INCORPORATORS"

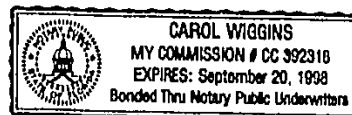
STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County last aforesaid to take acknowledgments, personally appeared SCOTT BRANN and ROBERT E. TURFFS, to me known to be the persons described as Incorporators in and who executed the foregoing Articles of Incorporation and they acknowledged before me that they subscribed to these Articles of Incorporation for the uses and purposes expressed therein.

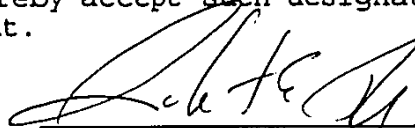
WITNESS my hand and official seal in the County and State named above, this 1 day of May, 1997.


Notary Public

My commission expires:

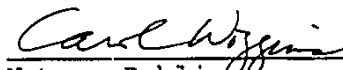


Having been named Registered Agent to accept service of process for the above stated corporation at registered office designated in the Articles, I hereby accept such designation and agree to serve as Registered Agent.


ROBERT E. TURFFS

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing Acceptance was acknowledged before me this 1 day of May, 1997, by ROBERT E. TURFFS, as registered agent.


Notary Public
My commission expires:



RECEIVED
5/14/97
SARASOTA, FLORIDA