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ACCOUNT NO. : 072100000032

REFERENCE : 417224 7130406

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : June 5, 1997

ORDER TIME : 10:24 AM

ORDER NO. : 417224-005

CUSTOMER NO: 7130406

CUSTOMER: John McClure, Esq
JOHN K. MCCLURE, P.A.

3045 Snyder Road

Sebring, FL 33870

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-06/05/97--01075--021
*****70.00 *****70.00

DOMESTIC FILING

NAME: JOHN K. MCCLURE, P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS: _____

FILE
JUN 5 1997
TALLAHASSEE, FLORIDA

EN JUN - 5 1997

RECEIVED
JUN - 5 1997
DIVISION OF CORPORATE

John K. McClure
3045 Snyder Road
Sebring, Florida 33870

June 4, 1997

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

Re: John K. McClure, P.A.

Gentlemen:

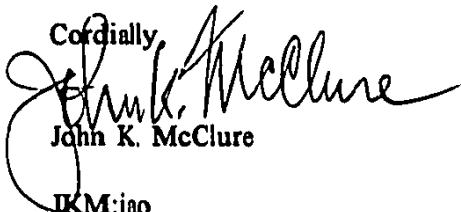
We are enclosing the original and one copy of the proposed Articles of Incorporation for **John K. McClure, P.A.** Please approve and file the original, file stamp the copy and return it to us along with the charter number.

Enclosed is my check for your charges as follows:

Filing fee for Articles of Incorporation	\$ 35.00
Filing Registered Agent's Certificate	<u>35.00</u>
Total	<u>\$ 70.00</u>

Please let me know if anything further is required.

Cordially,


John K. McClure

JKM:jao
Enc.

FILED
97 JUN -5 PM 1:37
STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

JOHN K. MCCLURE, P.A.

97 JUL -5 PM 1:29

TALLAHASSEE, FLORIDA

The undersigned incorporator, whom is licensed or otherwise legally authorized to practice law in the State of Florida, has the intention of forming a professional corporation in accordance with the Florida Professional Corporation and Limited Liability Company Act, and adopt the following articles of incorporation for the corporation:

**ARTICLE I
NAME**

The name of this corporation is:

JOHN K. MCCLURE, P.A.

**ARTICLE II
PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT**

The street address of the corporation's principal office is 220 South Commerce Avenue, City of Sebring, County of Highlands, State of Florida, 33870. The name of the initial registered agent of the corporation, located at that office, is **John K. McClure**.

**ARTICLE III
DURATION**

The period of the corporation's duration shall be perpetual, or until dissolved on a vote of the shareholders as provided in these articles.

**ARTICLE IV
PURPOSE**

This corporation is organized for the following purposes:

- a. To engage in the practice of law as a professional law corporation and to carry on services incident to the practice of law. The practice of law is the sole and exclusive professional service to be rendered by this corporation.

b. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

c. To conduct business, have one or more offices, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.

d. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

e. The foregoing clauses shall be construed both as purposes and powers; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of the corporation.

The professional services of this corporation shall be carried out only through officers, employees, and agents, each of whom has been admitted to the bar of, and is duly authorized to practice law in, the State of Florida.

ARTICLE V CAPITAL STOCK

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is 1,000 shares. These shares shall be of a single class common stock, and shall have a value of \$1.00 per share.

ARTICLE VI CAPITALIZATION

The amount of capital with which the corporation will begin to the practice of law is not less than \$1,000.00.

ARTICLE VII CORPORATE POWERS

The corporation shall have all the rights and powers now or subsequently conferred on professional corporations by the laws of the State of Florida, including, but not limited

to, the power to invest its funds in real estate, mortgages, stocks, bonds, or any other type of investment; and the right to own real or personal property.

ARTICLE VIII INCORPORATORS

The name and street address of the person signing these articles of incorporation as incorporator is:

Name	Address
John K. McClure	3045 Snyder Road Sebring, FL 33870

ARTICLE IX DIRECTORS

The corporation is to be managed by a board of directors. The number of directors, constituting the initial board of directors is one, and the name and address of the initial director is:

Name	Address
John K. McClure	3045 Snyder Road Sebring, FL 33870

The initial director shall hold office until his successors are elected and qualified as provided in the bylaws. Then the term of office of each director shall be for three years, and until the election and qualification of a successor. The number of directors set forth in these articles of incorporation and constituting the initial board of directors shall be the authorized number of directors until that number is changed by a bylaw duly adopted by the stockholders.

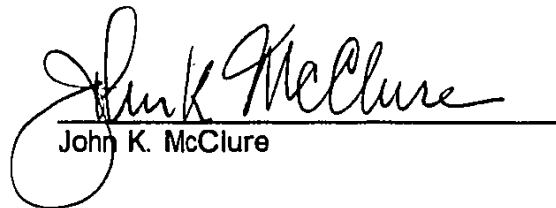
ARTICLE X BYLAWS

The initial director shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than sixty days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with the bylaws.

**ARTICLE XI
DISSOLUTION**

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least 75% of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by the shareholder.

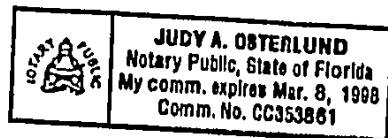
IN WITNESS WHEREOF, the undersigned incorporator, has hereunto set my hand and seal this 4th day of June, 1997, for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make and file in the office of the Secretary of State of the State of Florida, these articles of incorporation, and certify that the facts stated are true.


John K. McClure

**STATE OF FLORIDA
COUNTY OF HIGHLANDS**

I HEREBY CERTIFY that on this day, before me, a notary public duly authorized in the state and county named above to take acknowledgments, personally appeared John K. McClure, to me known to be the person described as incorporator in or who produced _____ as identification and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

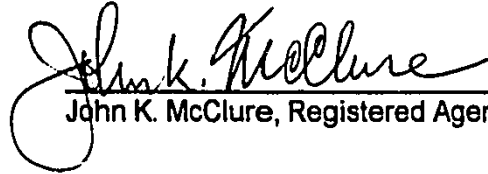
WITNESS my hand and official seal in the state and county named above this 4th day of June, 1997.




Notary Public, State of Florida
Printed Name: Judy A. Osterlund
Commission No. _____
My commission expires: _____
(affix notarial seal)

ACCEPTANCE AS REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the 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.


John K. McClure, Registered Agent

FILED
97 JUN -5 PM 1:29
TALLAHASSEE, FLORIDA