PANAQUOIN/

New Filings Section
Division of Corporations
409 East Gaines St
Tallahassee, FL 32399

97 JUL 16 PH 2: 28

SECRETARIO EL STATE TALLAHASSEE, FLORIDA

> 300002239123--6 -07/16/97--01031--013 ****122.50 ****122.50

Re: Meier, Lengauer, Bonner, Muszynski & Doyle, P.A.
Filing of Articles of Incorporation for New Corporation
Gentlemen:

Enclosed you will find the original and one (1) copy of the Articles of Incorporation on behalf of the new Corporation referenced above, to gether with a cashier's check in the amount of \$122.50 covering the required filing fees herein

Please process the enclosures accordingly and return them to my office at the address referenced below. I look forward to receiving a Certificate of Status and a Certificate attached to the Articles of Incorporation.

Should you have any questions concerning the enclosures please do not hesitate to contact me.

Very Truly Yours
Colexander Muszynskill

Meier, Lengauer, Bonner, Muszynski & Doyle, P.A.
315 E. Robinson Street
Suite 555
Orlando, FL 32801
407-872-7774

ARTICLES OF INCORPORATION

OF

FILED

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MEIER, LENGAUER, BONNER, MUSZYNSKI & DOYLE, P.A.

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

ARTICLE I

The name of the corporation is MEIER, LENGAUER, BONNER, MUSZYNSKI & DOYLE, P.A.

ARTICLE II

The address of the corporation's principal office is 315 E. Robinson Street, Suite 555, City of Orlando, County of Orange, State of Florida 32801. The name of the initial registered agent of the corporation, located at that office, is Robert E. Bonner, Esq., whose registered office address is 315 E. Robinson Street, Suite 555, Orlando, Florida 32801.

ARTICLE III

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

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.

ARTICLE V

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is 5,000 shares. These shares shall be of a single class of common stock, and shall have a par value of \$1.00 per share.

Said common capital stock may be paid for in cash or may be paid for in labor or services or in real estate or in personal property at a fair valuation placed thereupon by the Board of Directors. The Board of Directors of the corporation may, from time to time, issue the authorized stock of the corporation or any part thereof for such consideration as it may deem equivalent to or in excess of the par value thereof.

ARTICLE VI

The amount of capital which the corporation will begin to practice the profession of law is not less than \$100,000.

ARTICLE VII

The corporation shall have all the rights and powers now or subsequently conferred on professional corporations by the laws of the State of Florida.

ARTICLE VIII

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

Name	Address
George A. Meier, III	315 E. Robinson Street, Suite 555 Orlando, FL 32801
Steven F. Lengauer	315 E. Robinson Street, Suite 555 Orlando, FL 32801
Robert E. Bonner	315 E. Robinson Street, Suite 555 Orlando, FL 32801
Alexander Muszynski, III	315 E. Robinson Street, Suite 555 Orlando, FL 32801
Donna C. Doyle	315 E. Robinson Street, Suite 555 Orlando, FL 32801

ARTICLE IX

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is five (5), and the names and addresses of the initial directors are:

Name	Address
George A. Meier, III	315 E. Robinson Street, Suite 555 Orlando, FL 32801
Steven F. Lengauer	315 E. Robinson Street, Suite 555 Orlando, FL 32801
Robert E. Bonner	315 E. Robinson Street, Suite 555 Orlando, FL 32801
Alexander Muszynski, III	315 E. Robinson Street, Suite 555 Orlando, FL 32801
Donna C. Doyle	315 E. Robinson Street, Suite 555 Orlando, FL 32801

The initial directors shall hold office until their successors are elected and qualified as provided in the bylaws. Then the term of office of each director shall no less than one year 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 shareholders.

ARTICLE X

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than sixty (60) days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by a unanimous vote of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with the bylaws.

ARTICLE XI

The names and post office addresses of the officers of the corporation, who shall hold office until their successors are elected and qualified shall be:

Name	Address
George A. Meier, III	315 E. Robinson Street, Suite 555
President	Orlando, FL 32801
Steven F. Lengauer	315 E. Robinson Street, Suite 555
Vice-President	Orlando, FL 32801
Robert E. Bonner	315 E. Robinson Street, Suite 555
Vice-President	Orlando, FL 32801
Alexander Muszynski, III	315 E. Robinson Street, Suite 555
Treasurer	Orlando, FL 32801
Donna C. Doyle	315 E. Robinson Street, Suite 555
Secretary	Orlando, FL 32801

ARTICLE XII

The corporation may be dissolved at any time by unanimous written consent of the shareholders; or on the affirmative vote of the holders of at least three-fifths 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.

The undersigned incorporator of this corporation, has executed these articles of incorporation at Orlando, Orange County, Florida, this day of July, 1997.

Robert E. Bonner

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

TALLAHASSEE, FLORIDA

MEIER, LENGAUER, BONNER, MUSZYNSKI & DOYLE, P.A.

Pursuant to the provisions of Florida Statutes, Section 607.0501 or Florida Statutes, Section 617.0501, Meier, Lengauer, Bonner, Muszynski & Doyle, P.A., 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.

- I. The name of the corporation is Meier, Lengauer, Bonner, Muszynski & Doyle, P.A.
- 2. The name and address of the registered agent and office is Robert E. Bonner, Esq., 315 E. Robinson Street, Suite 555, Orlando, FL 32801.

ACCEPTANCE BY REGISTERED AGENT FOR MEIER, LENGAUER, BONNER, MUSZYNSKI & DOYLE, P.A.

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 this 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.

Dated this 16 day of July, 1997.

Robert E. Bonner, Esq.