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Law Office of
TARQUIN J. ADAMS

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Orlando, FL 32868-6816

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7/22/97


Department of State
Division of Corporation
PO Box 6327
Tallahassee, FL 32314

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SUBJECT: LAW OFFICES OF TARQUIN J. ADAMS, P.A.

Dear Sir/Madam,

Enclosed are an original and one copy of the article of incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation. Additionally, please find \$131.25 for filing fee, certify copy and certificate.


TARQUIN J. ADAMS, ESQ.

AUG 4

11:35

BS

STATE
TALLAHASSEE, FLORIDA

97 JUL 31 AM 8:52

FILED

ARTICLES OF INCORPORATION
OF

FILED

97 JUL 31 AM 8:52

LAW OFFICES OF TARQUIN J. ADAMS, P.A. CLERK OF DISTRICT COURT
STATE OF FLORIDA

The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act hereby files the following Articles for Incorporation pursuant to Section 607.0202 Florida Statutes:

ARTICLE I

NAME AND MAILING ADDRESS

The name and mailing address of the Corporation shall be **LAW OFFICES OF TARQUIN J. ADAMS, P.A. PO BOX 616816 ORLANDO, FL 32861**, as approved by the board of directors.

ARTICLE II

TERM

The term of the existence of the Corporation is perpetual.

ARTICLE III

PURPOSE

The purpose for which the Corporation is organized is to operate as a Law Office and all other activities necessary to carry out the functions of the Corporation, to engage in any activities and to transact any and all lawful business for which the Corporation may be incorporated under the Florida General Corporation Act and/or permitted under laws of the United States, doing business as **LAW OFFICES OF TARQUIN J. ADAMS, P.A.**

ARTICLES IV

CAPITAL STOCK

The aggregate number of shares that the Corporation has authority to issue are 1,000 all of which shall be common shares with par value of \$0.

ARTICLE V

COMMON STOCK

Each shareholder of common stocks to this Corporation shall be entitled to full preemptive rights to purchase, with any form of valuable consideration, any issued or unissued or treasury shares of the Corporation and any securities of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe or acquire any unissued treasury shares.

ARTICLE VI

CLASS OF STOCK

The Corporation will issue any class of common stock. Each holder of common stock shall have the right to vote.

ARTICLE VII

REGISTERED AGENT

The street address of the registered office of the Corporation is 1999 W. Colonial Drive, Suite 110, Orlando, Florida 32804, and the registered agent at that address is Tarquin J. Adams.

ARTICLE VIII

DIRECTORS

The board of directors of the Corporation shall consist of one person. The name and mailing address of the board member is:

TARQUIN J. ADAMS
PO BOX 616816
Orlando, Florida 32861

ARTICLE IX

OFFICERS

The officers of the Corporation need not be a resident of the State or shareholders, unless the Bylaws so require. An individual may hold more than one position if he or she is a shareholder in the Corporation and the officers are as follows:

- | | |
|-------------------|------------------|
| 1. President | TARQUIN J. ADAMS |
| 2. Vice President | TARQUIN J. ADAMS |
| 3. Treasurer | TARQUIN J. ADAMS |
| 4. Secretary | TARQUIN J. ADAMS |

ARTICLE X

BYLAWS

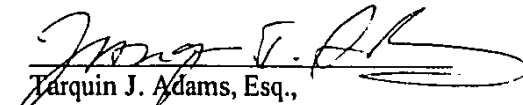
The director shall adopt Bylaws at the first organizational meeting. The proposed Bylaws shall be approved by two thirds vote of the total board of directors before becoming the law of the Corporation.

ARTICLE XI

INCORPORATOR

The Corporation hereby reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS WHEREOF, THE UNDERSIGNED Incorporator has executed these Articles of Incorporation this 22nd of July, 1997.


Tarquin J. Adams, Esq.,
Incorporator
PO Box 616816
Orlando, FL 32861

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

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, 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: LAW OFFICES OF TARQUIN J. ADAMS, P.A.
2. The name and address of the registered agent and office is:

TARQUIN J. ADAMS, ESQ.
1999 W. COLONIAL DRIVE
SUITE 110
ORLANDO, FLORIDA 32804

Having been named as the registered agent and to accept services 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.


TARQUIN J. ADAMS
7/22/97

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TALLAHASSEE, FLORIDA