

P97000092089

Michael L. Berry, Jr.
258 Magnolia Street
Atlantic Beach, FL 32233

October 23, 1997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 24 PM 2:23

FEDERAL EXPRESS

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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-10/24/97-01069-016
***70.00 ***70.00

EFFECTIVE DATE
10-23-97

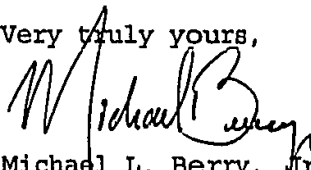
Re: Incorporation of Michael L. Berry, Jr., P.A.

Dear Sir/Madame:

Enclosed are the original, executed articles of incorporation for the subject corporation along with the appointment for statutory agent, which I request that you file with the division of corporations. Also enclosed is my check in the amount of \$70.00 payable to the Secretary of State to cover the applicable filing fees.

Please send your letter confirming the incorporation to the above address. Thanks very much.

Very truly yours,


Michael L. Berry, Jr.
Incorporator

MLBJr/
Enclosures

RP
10-27-97

**ARTICLES OF INCORPORATION
OF
MICHAEL L. BERRY, JR., P.A.**

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is Michael L. Berry, Jr., P.A.

ARTICLE II

Term of Existence

EFFECTIVE DATE
10-23-97

The corporation shall have perpetual existence, commencing upon October 23, 1997, or such other date no more than five (5) days prior to the filing of these Articles of Incorporation with the Florida Department of State, whichever is later.

ARTICLE III

Purpose of Corporation

The purpose of the corporation and the nature of the business to be transacted by the corporation is the delivery of legal services to the public.

ARTICLE IV

Principal Office

The principal office and mailing address of the corporation will be located at 444 3rd Street, Neptune Beach, Florida 32266.

ARTICLE V

Capital Stock

The corporation is authorized to issue 100,000 shares of common stock, having no par value.

ARTICLE VI

Preemptive Rights

All holders of the corporation's common stock shall have preemptive rights with respect to any stock issued by the corporation subsequent to the date on which such shareholder purchased his or her shares. The preemptive right of each individual shareholder shall entitle such shareholder to purchase a percentage of the stock to be issued by the corporation such that his or her proportionate ownership interest in the corporation will remain the same.

ARTICLE VII

Indemnification

The Board of Directors is authorized, to the extent allowable by law, to indemnify any officers, directors, employees, or other agents of the corporation for any liability arising out of any act performed in furtherance of the officers', directors', employees', or agents' duties to the corporation. The Board of Directors may adopt an indemnification policy more restrictive than that allowed by law but shall set forth the indemnification policy in the corporation's bylaws and shall not deviate therefrom without amending said bylaws.

ARTICLE VIII

Initial Registered Office and Agent

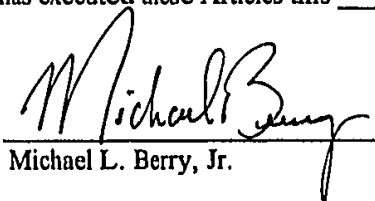
The street address of the initial registered office of this corporation is 444 3rd Street, Neptune Beach, Florida 32266, and the name of the initial registered agent of this corporation at that address is Michael L. Berry, Jr.

ARTICLE IX

Incorporator

The name and address of the incorporator of this corporation is Michael L. Berry, Jr., 258 Magnolia Street, Atlantic Beach, Florida, 32233.

IN WITNESS WHEREOF, the incorporator has executed these Articles this 23rd day of October, 1997.


Michael L. Berry, Jr.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

MICHAEL L. BERRY, JR., P.A.

97 OCT 24 PM 2: 24

APPOINTMENT OF STATUTORY AGENT

The undersigned, Michael L. Berry, Jr., P.A., a Florida corporation, with its principal office in Neptune Beach, Duval County, Florida, hereby appoints Michael L. Berry, Jr., a natural person residing in Duval County, Florida, as its statutory agent upon whom any process, notice or demand required or permitted by statute to be served upon the undersigned may be served. The complete address of said statutory agent is 444 3rd Street, Neptune Beach, Florida 32266.

Dated this 23rd day of October, 1997.

Michael L. Berry, Jr., P.A..

By: 

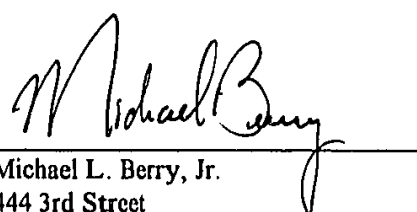
Incorporator

ACCEPTANCE OF APPOINTMENT

TO: Michael L. Berry, Jr., P.A.

The undersigned hereby accepts appointment as statutory agent of the above corporation upon whom any process, notice or demand required or permitted by statute may be served, and hereby confirms that he is familiar with, and accepts, the obligations of that position.

Dated this 23rd day of October, 1997.


Michael L. Berry, Jr.
444 3rd Street
Neptune Beach, Florida 32266