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LAW OFFICES  
HOEQUIST, HAND & SPARKS  
An Association of Attorneys & Professional  
Associations Not a Partnership

3101 MAGUIRE BLVD, SUITE 101  
ORLANDO, FL 32803  
VOICE: 407-896-5440  
FAX: 407-896-5443

418 WEST BRYAN ST.  
KISSIMMEE, FL 34741  
VOICE: 407-846-6133  
FAX: 407-846-3664

CHARLES E. HOEQUIST, P.A.  
RONALD M. HAND, P.A.  
JEFFREY C. SPARKS, P.A.

REPLY TO: ORLANDO  
Writer's email: jsparks.esq@usa.net

EFFECTIVE DATE  
11/5/97

November 5, 1997

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

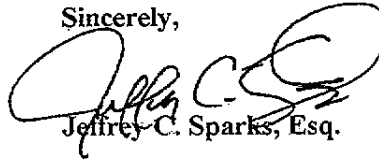
Re: Robert H. Roth & Associates, P.A.

Dear Sir or Madam :

Enclosed please find an original and one (1) copy of Articles of Incorporation for the above-referenced corporation. Please file the original in accordance with your office's normal procedures, returning one certified copy to the undersigned in the envelope provided.

Your assistance is greatly appreciated. Please contact me should you have any questions or comments.

Sincerely,

  
Jeffrey C. Sparks, Esq.

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JCS/st  
enclosure

Jeffrey GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT inserting text; add purpose  
DATE 11/10/97  
DOC. EXAM. T.M.

97 NOV -7 AM 11:46  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TM-11/10/97

EFFECTIVE DATE  
11/5/97

97 NOV -7 AM 11:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**ARTICLES OF INCORPORATION  
OF  
ROBERT H. ROTH & ASSOCIATES, P.A.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a Professional Association.

**ARTICLE I**

The name of the Professional Association is: Robert H. Roth & Associates, P.A.

The purpose of the Professional Association is the practice of law.

**ARTICLE II**

The existence of the corporation shall begin on November 5, 1997.

**ARTICLE III**

The street address of the principal office of the 3101 Maguire Blvd., Ste. 101, Orlando, Florida, 32803.

**ARTICLE IV**

The maximum number of shares this Corporation is authorized to issue is 7,500, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

**ARTICLE V**

The initial street address of the Corporation's registered office is 3101 Maguire Blvd., Ste. 101, Orlando, Florida, 32803. The initial registered agent for the Corporation at that address is ROBERT H. ROTH.

**ARTICLE VI**

The initial board of directors shall consist of two (2) members. The names and address of the persons who will serve on the initial board of directors are:

Name	Address
ROBERT H. ROTH,	3101 Maguire Blvd., Ste. 101, Orlando, Florida, 32803.
JEFFREY C. SPARKS,	3101 Maguire Blvd., Ste. 101, Orlando, Florida, 32803.

**ARTICLE VII**


The names and street addresses of the persons signing these articles of incorporation are:

Name	Address
ROBERT H. ROTH,	3101 Maguire Blvd., Ste. 101, Orlando, Florida, 32803.

**ARTICLE VIII**

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 5<sup>th</sup> day of November, 1997.

  
\_\_\_\_\_  
ROBERT H. ROTH

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for ROBERT H. ROTH & ASSOCIATES, P.A. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

  
\_\_\_\_\_  
ROBERT H. ROTH

Date: November 5, 1997

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA