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Examiner's Initials

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CORPORATION N.	AME(S) & DOCUMENT NUM	****122.50 ****122.56 BER(S) (if known):
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NEW FILINGS	AMENDMENTS	97 R
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OTHER FILINGS	REGISTRATION/ QUALIFICATION	
Annual Report	Foreign	
Fictitious Name	Limited Partnership	
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Other

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ARTICLES OF INCORPORATION

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JAMES M. DONOHUE, P.A.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

Article I

<u>NAME</u>

The name of the professional service corporation is JAMES M. DONOHUE, P.A.

Article II

PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 2010 Delta Boulevard,

Tallahassee, Florida 32303.

Article III

PURPOSE

The professional service corporation is formed to engage in every phase and aspect of the practice of law. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

Article IV

TERM OF EXISTENCE

The professional service corporation shall have perpetual existence starting on the

date these Articles of Incorporation are filed with the Florida Department of State.

<u>Article V</u>

CAPITAL STOCK

The capital stock of the professional service corporation shall be one hundred (100) shares of common stock without par value.

None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed to practice law in the state of Florida.

Article VI

REGISTERED OFFICE AND AGENT

The address of the initial registered office of this professional service corporation is 2010 Delta Boulevard, Tallahassee, Florida 32303. The name of the initial Registered Agent at that address is James M. Donohue.

Article VII

BOARD OF DIRECTORS

The business of the corporation shall be managed by its Board of Directors. The initial Board of Directors shall consist of one (1) member. The name and address of the member of the first Board of Directors is:

James M. Donohue 2010 Delta Boulevard Tallahassee, Florida 32303

Article VIII

SUBSCRIBERS

The name and address of the person signing these Articles of Incorporation as subscriber is:

James M. Donohue 2010 Delta Boulevard Tallahassee, Florida 32303

Article IX

RESTRAINT ON ALIENATION OF SHARES

The Shareholders of the professional service corporation shall have the power to include in the Bylaws, or by separate agreement adopted by a majority of the Shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the professional service corporation by any of its Shareholders, or in the event of the death of any of its Shareholders. The manner and form, as well as the relevant terms, conditions, and details, of the disposition shall be determined by the Shareholders of the professional service corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No Shareholder of the professional service corporation may sell or transfer stock in the corporation except to another individual who is eligible to be a Shareholder of the professional service corporation, and the sale or transfer may be made only after it has been approved at a Shareholder meeting especially called for that purpose. If any Shareholder becomes legally

disqualified to practice law in the state of Florida, is elected to a public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that Shareholder's shares of stock shall immediately become subject to purchase by the professional service corporation in accordance with the Bylaws adopted by the Shareholders.

Article X

AMENDMENT

The corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation in the manner provided by law. Any right conferred on the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation on the 25th day of November, 1997.

JAMES M. DONOHUE

STATE OF FLORIDA COUNTY OF LEON

The foregoing instrument was acknowledged before me this 25th day of November, 1997, by JAMES M. DONOHUE, who is personally known to me and who did take an oath.

NOTARY PUBLIC

Printed Name: Femme Ruther

My Commission Expires:



ACCEPTANCE

I am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

JAMES M. DONOHUE 2010 Delta Boulevard Vallahassee, Florida 32303 (850) 386-3300