



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 617601 4307842

AUTHORIZATION :

Patricia Pzyto

COST LIMIT : \$ 122.50

ORDER DATE : December 1, 1997

ORDER TIME : 3:39 PM

ORDER NO. : 617601-005

CUSTOMER NO: 4307842

CUSTOMER: Ms. Rose Dwyer
MARTIN ADE BIRCHFIELD &
MICKLER, P.A.
One Independent Dr., Ste 3000
Post Office Box 59
Jacksonville, FL 32201

700002360187-8

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -2 AM 9:47

DOMESTIC FILING

NAME: REGINALD ESTELL, JR., P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Harris

EXAMINER'S INITIALS:

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DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
REGINALD ESTELL, JR., P.A.

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The undersigned, who is duly licensed to practice law under the laws of the state of Florida, adopts these articles to form a corporation under the Professional Service Corporation and Limited Liability Company Act, Chapter 621 Florida Statutes.

ARTICLE I.

NAME

The name of this professional service corporation is Reginald Estell, Jr., P.A.

ARTICLE II.

PRINCIPAL OFFICE

The initial principal office and mailing address of this professional service corporation is 505 N. Liberty Street, Jacksonville, Florida 32202.

ARTICLE III.

PURPOSE

This professional service corporation is formed to engage in every phase and aspect of the practice of law. In addition, this professional service corporation may invest the funds of said 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.

CAPITAL STOCK

This professional service corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of One Cent (\$.01) per share, which shares shall be and hereby are designated as "Common Shares." Without action by the shareholder(s), any or all

of the authorized shares may be issued from time to time for such consideration as may be fixed by the Board of Directors of this corporation; provided, however, that no shares shall be issued to anyone other than an individual duly licensed to practice law in the state of Florida.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this professional service corporation in the state of Florida is 505 N. Liberty Street, Jacksonville, Florida 32202 and the name of the initial registered agent at that address is Reginald Estell, Jr. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in the state of Florida.

ARTICLE VI.

INCORPORATOR

The name and address of the Incorporator of this professional service corporation is:

NAME

Reginald Estell, Jr.

ADDRESS

505 N. Liberty Street
Jacksonville, FL 32202

ARTICLE VII.

RESTRAINT ON ALIENATION OF SHARES

The shareholder(s) of this professional service corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholder(s) of the corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock by any of its shareholder(s),

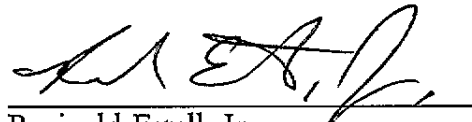
including any transfer upon the death of any shareholder(s), provided however, that in no event shall a shareholder of this professional service corporation be permitted to sell or transfer stock in this professional service corporation except to another who is licensed to practice law in the state of Florida.

ARTICLE VII.

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Either the shareholder(s) or Board of Directors may repeal, amend, or adopt Bylaws for this professional service corporation pursuant to these Articles, except that the shareholder(s) may prescribe in any Bylaw made by them that such Bylaw shall not be altered, repealed, or amended by the Board of Directors.

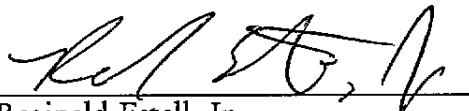
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 25th day of November, 1997.


Reginald Estell, Jr.
Incorporator

**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF
REGINALD ESTELL, JR., P.A.**

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the state of Florida upon Reginald Estell, Jr., P. A., a professional service corporation organized under the laws of the state of Florida, and having been made aware of the obligations and responsibilities of a Registered Agent, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agrees to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office, which Registered Office is located at 505 N. Liberty Street, Jacksonville, Florida 32202.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal in Jacksonville, Duval County, Florida, on this 25TH day of November, 1997.



Reginald Estell, Jr.
Registered Agent

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