

Jeffrey M. Kirsch

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October 24, 1997

Terri Buckley
Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 11 PM 12:15

In Re: LOUIS N. LARSEN, P.A.

Dear Terri:

Enclosed please find an original and one (1) copy of the Articles of Incorporation and our check in the amount of Seventy and 00/100 Dollars (\$70.00) which represents the filing fee in reference to the above.

If you should have any questions concerning the above, please do not hesitate to contact me.

Very truly yours,

Jeffrey M. Kirsch

encls.

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Mr. Larsen GAVE
AUTHORIZATION BY PHONE TO
CORRECT office date & purpose
DATE 0012-11-97
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12/11

ARTICLES OF INCORPORATION

OF

LOUIS N. LARSEN, P.A.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is Louis N. Larsen, P.A.

ARTICLE II. NATURE OF CORPORATE BUSINESS

The corporation shall engage in the providing of legal services and any other activity or business permitted under the laws of the State of Florida, specifically the practice of law.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is One Thousand (1,000) shares of common stock, each share have a par value of One Dollar (\$1.00).

Authorized capital stock may be paid for in cash, services or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV. EFFECTIVE DATE

The effective date of this corporation is January 1, 1998.

ARTICLE V. REDEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of the same kind, class or series as that which he already holds, shall have the right to purchase his prorated share thereof, at the price at which it is offered to others, which price may be in excess of par value.

ARTICLE VI. TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VII. ADDRESS

The initial street address of the principal office of this corporation shall be 43 Seminole Street, Stuart, Florida 34994.

ARTICLE VIII. DIRECTORS

The corporation shall have one (1) Directors initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one. All directors shall be elected by affirmative vote of a least fifty-one percent (51%) of the outstanding shares.

ARTICLE IX. INITIAL DIRECTORS

The names and street addresses of the first Board of Directors who shall hold office until their successors are elected and have qualified are:

Louis N. Larsen, Esquire
43 Seminole Street
Stuart, Florida 34994

ARTICLE X. AMENDMENTS

These Article of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the

Board of Directors, proposed by them to the Stockholders, and approved at the Stockholders' meeting by a majority of the stock entitled to vote therein, unless all the Directors and all the Stockholder sign a written statement manifesting their intention that a certain amendment to these Article to be made.

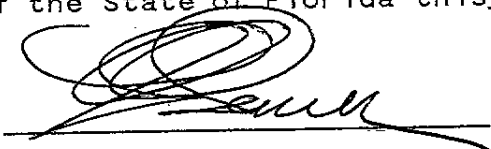
ARTICLE XII. RESTRICTIONS ON TRANSFER OF STOCK

Stockholders may enter into agreements restricting the right to freely transfer stock in the corporation. This a legend on the share certificates will state that there may be a restriction upon share transfer.

ARTICLE XIII. REGISTERED AGENT AND OFFICE

The Registered Agent designated for this corporation is LOUIS N. LARSEN, ESQUIRE whose registered address is 43 Seminole Street, Stuart, Florida 34994.

IN WITNESS WHEREOF, we have hereunto set out hands and seals, acknowledged and filed the foregoing Article of Incorporation under the laws of the State of Florida this 24 day of October, 1997.

 (SEAL)

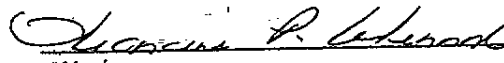
STATE OF FLORIDA)

COUNTY OF)

:SS :

The foregoing instrument was sworn to and subscribed before me this 24 day of October, 1997, by Louis N. Larsen, Esquire

(SEAL)


Notary
My Commission Expires:

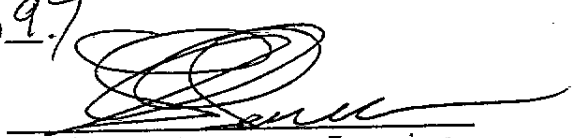


FRANCINE P GLENNON
My Commission CC564720
Expires Jun. 20, 2000

ACCEPTANCE

I hereby accept the foregoing designation of Registered Agent
of LOUIS N. LARSEN, P.A..

DATED this 24 day of October 1997


Louis N. Larsen, Esquire

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