

797000108354

HELFMAN & MEHR, P.A.
ATTORNEYS AT LAW
215 FIFTH STREET
SUITE 300

WEST PALM BEACH, FLORIDA 33401-4026
TELEPHONE (561) 820-1516
FACSIMILE (561) 820-1434

GARY S. HELFMAN

December 23, 1997

PAUL F. MEHR

VIA AIRBORNE EXPRESS

Secretary of State
409 East Gaines Street
Tallahassee, Florida 32399

EFFECTIVE DATE
1-1-98

Attn: Beth Register

Re: Paul F. Mehr, P.A.

FILED
97DEC 29 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gentlemen:

Enclosed please find an original and a copy of the Articles of Incorporation of Paul F. Mehr, P.A., signed within five days. Our check in the amount of \$122.50 is enclosed, representing the following:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent	<u>35.00</u>
TOTAL	\$122.50

400002386664--91
-12/31/97--01003--014
****122.50 ****122.50

Please return the certified copy to the undersigned in the enclosed, self-addressed, stamped envelope.

If you have any questions, please feel free to call me.

Very truly yours,

Paul Mehr
Paul F. Mehr

PFM/smb
Enclosures

mm 12-29-97
~~1047-28253~~

EFFECTIVE DATE
1-1-98

**ARTICLES OF INCORPORATION
OF
PAUL F. MEHR, P.A.**

FILED
97 DEC 29 AM 10:57
CLERK OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is PAUL F. MEHR, P.A.

Article II - Duration

This corporation shall have perpetual duration commencing on January 1, 1998.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business, including the practice of law.

Article IV - Capital Stock

This corporation is authorized to issue 7,500 shares of ONE DOLLAR (\$1.00) par value common stock.

Article V - Preemptive Rights

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Principal Office; Mailing Address

The mailing address of this corporation is 215 Fifth Street, Suite 300, West Palm Beach, Florida 33401.

Article VII - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 215 Fifth Street, Suite 300, West Palm Beach, Florida, and the name of the initial registered agent of this corporation at that address is PAUL F. MEHR.

Article VIII - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be fewer than one. The name and address of the initial director of this corporation is:

Paul F. Mehr -- 215 Fifth Street, Suite 300
West Palm Beach, Florida 33401

Article IX - Incorporator

The name and address of the person signing these Articles is:
Paul F. Mehr, 215 Fifth Street, Suite 300, West Palm Beach, Florida 33401.

Article X - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XI - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

Article XII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23 day of December, 1997.



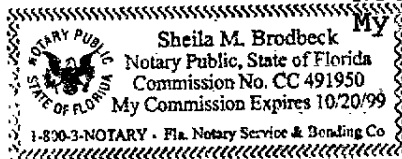
PAUL F. MEHR

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared PAUL F. MEHR, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 23rd day of December, 1997.

(NOTARY SEAL)



Sheila Brodbeck
Notary Public, State of Florida
My Commission Expires:
Sheila Brodbeck

Acceptance of Designation

The undersigned, PAUL F. MEHR, hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.

Paul Mehr
PAUL F. MEHR

FILED
97 DEC 29 AM 10:57
STATE OF FLORIDA
TALLAHASSEE, FLORIDA