



NARDELLA CHONG

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April 19, 2004

Department of State
Amendment Section
Divisions of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: NARDELLA CHONG, P.A.

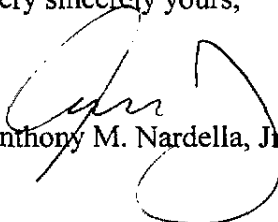
Gentlemen:

Enclosed please find an original and a copy of the Amended & Restated Articles of Incorporation for the above-referenced corporation along with our check no. 6615 made payable to the Department of State in the amount of \$35.00 in order to defray your filing fee.

Please return the file stamped copy of the Amended & Restated Articles of Incorporation to the undersigned at your earliest convenience.

If you should have any questions, please feel free to contact the undersigned.

Very sincerely yours,


Anthony M. Nardella, Jr.

AMN/bjw
Enclosures

AMENDED & RESTATED
ARTICLES OF INCORPORATION

OF

ANTHONY M. NARDELLA, JR., P.A.

FILED
04 APR 22 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these articles of incorporation, being 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, F. S. Chapter 621, and other laws of the state of Florida.

ARTICLE I. NAME

The name of the professional service corporation is NARDELLA CHONG, P. A.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 234 N. Westmonte Dr., Suite 3000, Altamonte Springs, FL 32714

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. TERMS OF EXISTENCE

The professional service corporation shall have perpetual existence starting on January 1, 1998.

ARTICLE V. CAPITAL STOCK

The capital stock of the professional service corporation shall be 1000 shares of common stock having a par value of \$.01 per share.

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 was 3117 Edgewater Drive, Orlando, Florida 32804. The name of the initial registered agent at that address was Anthony M. Nardella, Jr.

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 1 member. The number of directors may be increased or decreased as provided in the Bylaws. The name and address of the member of the first board of directors was:

Name	Address
Anthony M. Nardella, Jr.	3117 Edgewater Drive, Orlando, Florida 32804

ARTICLE VIII. SUBSCRIBER

The name and street address of the person signing these articles of incorporation as subscriber was:

Name	Address
Anthony M. Nardella, Jr.	3117 Edgewater Drive, Orlando, Florida 32804

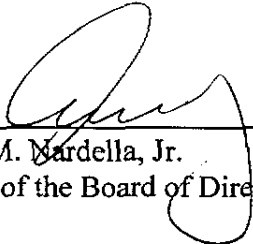
ARTICLE IX. RESTRAINT ON ALIENATION OF SHARES

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 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.

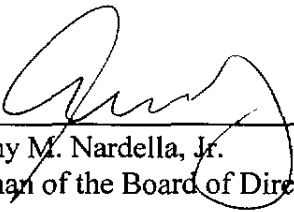
IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation this _____ day of April 2004.



Anthony M. Nardella, Jr.
Chairman of the Board of Directors

CERTIFICATION

The undersigned, Chairman of the Board of the Directors of Anthony Nardella, Jr., P.A., hereby certifies that this Restatement of the Articles of Incorporation does not contain an amendment requiring shareholder approval.



Anthony M. Nardella, Jr.
Chairman of the Board of Directors

The amended & restated articles were adopted by the shareholders and directors on March 31, 2004.