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LAW OFFICES  
DAVES, WHALEN, McHALE & CONSIDINE  
301 CLEMATIS STREET  
SUITE 200  
WEST PALM BEACH, FLORIDA 33401

JOEL T. DAVES  
TIMOTHY L. WHALEN  
MICHAEL J. McHALE+  
JOSEPH M. CONSIDINE  
MANUEL J. DOMINGUEZ

OF COUNSEL  
JAMES S. ROBINSON

+BOARD CERTIFIED ADMIRALTY & MARITIME LAW

TELEPHONE  
(561) 655-1200

TELECOPIER  
(561) 655-2422

e-mail  
dwmc@taxpay.com

January 8, 1998

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Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Anthony J. Natale, P.A.

Dear Sirs:

Please find enclosed for filing the original and one copy of the Articles of Incorporation of Anthony J. Natale, P.A. Also enclosed is our corporate check in the amount of \$122.50 to cover the necessary filing fees.

If you should have any questions in regard to the above matter, please do not hesitate to contact this office at (407) 655-1200. Thank you.

Sincerely,



Shirley M. Pucillo  
Secretary to Timothy L. Whalen  
Enclosures

DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

*ANTHONY J. NATALE, P.A.*

The undersigned natural persons, each of whom is licensed or otherwise legally authorized to *practice the profession or perform the service of an attorney and counselor of law* in the State of Florida, hereby associate themselves with the intention of forming a professional corporation in accordance with the Florida Professional Service Corporation Act, and hereby adopt the following articles of incorporation for such corporation:

ARTICLE I. NAME

The name of the corporation is ANTHONY J. NATALE, P.A.

ARTICLE II. DURATION

The period of the corporation's duration shall be perpetual or until dissolved on a vote of the shareholders as hereafter provided.

ARTICLE III. PURPOSE

This corporation is organized for the following purposes:

a. To engage in the practice of law as a professional law corporation and to carry on services incident thereto. The practice of law is the sole and exclusive professional service to be rendered by this corporation.

b. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

c. The professional services of this corporation shall be carried out only through officers, employees, and agents, each of whom has been admitted to the bar of, and is duly authorized to practice law in, the State of Florida. The sole and exclusive professional service to be rendered by the corporation is the practice of law.

#### ARTICLE IV. CAPITAL STOCK

The total number of shares of capital stock which the corporation shall be authorized to issue is 500 shares. Such shares shall be of a single class of common stock, and shall have a par value of One Dollar (\$1.00) per share.

#### ARTICLE V. CAPITALIZATION

The amount of capital with which the corporation will begin to practice the profession of law is not less than \$10.00.

#### ARTICLE VI. PRINCIPAL OFFICE

The address of the corporation's principal office is 301 Clematis Street, Suite 200, West Pam Beach, FL 33401 and the name of the initial registered agent of the corporation, located at such office, is Timothy L. Whalen.

#### ARTICLE VII. CORPORATE POWERS

The corporation shall have all the rights and powers now or hereafter conferred on professional corporations by the laws of the State of Florida.

#### ARTICLE VIII. SUBSCRIBERS

The name and address of each person signing these articles of incorporation as a subscriber is:

Name	Address
Timothy L. Whalen	301 Clematis Street, Ste. 200 West Palm Beach, FL 33401

#### ARTICLE IX. DIRECTORS

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is one, and the name and address of the initial director is:

Names	Addresses
Anthony J. Natale	1801 S. Australian Avenue Suite 201 West Palm Beach, FL 33401

The initial director shall hold office until his successor is or are elected and qualify as provided in the bylaws. Thereafter the term of office of each director shall be one year and until the election and qualification of a successor. The number of directors set forth herein and constituting the initial board of directors shall be the authorized number of directors until such number is changed by a bylaw duly adopted by the shareholders.

#### ARTICLE X. BYLAWS

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than 30 days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by the affirmative vote of three fourths of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with such bylaws.

#### ARTICLE XI. DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 8 day of January, 1998.

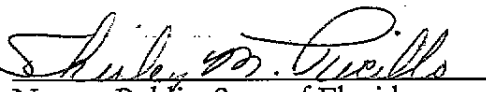
  
Timothy L. Whalen

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me by Timothy L. Whalen,  
who is personally known to me or who has produced a driver's license as identification and who  
did take an oath, this 8<sup>th</sup> day of January, 1998.



SHIRLEY M. PUCILLO  
My Commission CC546650  
Expires Apr. 09, 2000

  
Notary Public, State of Florida

CERTIFICATE DESIGNATING REGISTERED  
OFFICE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, and Chapter 607.034, Florida Statutes, the following  
is submitted in compliance with said Act:

That ANTHONY J. NATALE, P.A., desiring to organize under the laws of the  
State of Florida, with its registered office as indicated in the Articles of Incorporation at the City  
of West Palm Beach, Florida, hereby appoints Timothy L. Whalen, Esq. as its agent to accept  
service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated corporation  
at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to  
comply with the provisions of said Act relative to keeping open said office.

Timothy L. Whalen  
Registered Agent

DATED: 1-8-98

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98 JAN 12 AM 11:51  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA