

P 9800010484  
Michael Geo. F. Davis  
Attorney at Law

*Office location:*

*Suite 300*

*28050 U.S. Hwy. 19 N.*

*Clearwater, Florida 33761*

*Telephone (813) 726-1900*

FILED

*Mailing address:*

*P.O. Box 906*

98 JAN 30 1998  
*1600 N. Harbor, Florida 34695*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Telephone (813) 791-8208*

January 26, 1998

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

Re: COBB, ALLEN & WOLF, INC.

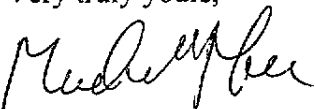
Gentlemen:

Enclosed are the original and one copy of the executed Articles of Incorporation for the referenced corporation. Please return a certified copy of the Articles.

My check in the amount of One Hundred Twenty-Two Dollars and Fifty Cents (\$122.50) is enclosed to cover the filing fee, the registered agent fee, and the certified copy cost.

If you find any problems with the enclosed documents or require additional information, please contact the undersigned by telephone rather than returning any documents.

Very truly yours,



Michael Geo. F. Davis

100002417521--7  
-01/30/98--01086--005  
\*\*\*\*122.50 \*\*\*\*122.50

enclosures  
cc: william d. allen  
cobb,1/26/98

P. Hall  
FEB -2-1998

ARTICLES OF INCORPORATION

OF

COBB, ALLEN & WOLF, INC.

FILED

98 JAN 30 AM 9:16

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

NAME OF CORPORATION

The name of this corporation is COBB, ALLEN & WOLF, INC.  
(hereinafter called the "Corporation").

ARTICLE II

PERIOD OF DURATION

The duration of the Corporation shall be perpetual.

ARTICLE III

PURPOSES

The Corporation may engage in any activity or business  
permitted under the laws of the United States of America and of  
this State.

ARTICLE IV

AUTHORIZED STOCK

The aggregate number of shares which the Corporation shall  
be authorized to issue is Seven Thousand Five Hundred (7,500)  
shares of common stock with a par value of One Dollar (\$1.00) per  
share.

ARTICLE V

CAPITAL

The amount of capital with which the Corporation shall begin  
business shall be Five Hundred Dollars (\$500.00).

## **ARTICLE VI**

### **BOARD OF DIRECTORS**

The affairs of the Corporation shall be conducted by a Board of Directors composed of not less than one (1) person, who need not be a Stockholder. The number of Directors may be increased or decreased from time to time by the By-Laws adopted by the Stockholders, but shall never be less than one (1) person and none of the Directors need be Stockholders.

## **ARTICLE VII**

### **INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is William D. Allen, 300 South Duncan Avenue, Suite 122, Clearwater, Florida 33755.

## **ARTICLE VIII**

### **PRINCIPLE PLACE OF BUSINESS**

The principal place of business of the Corporation shall be located at 300 South Duncan Avenue, Suite 122, Clearwater, Florida 33755.

## **ARTICLE IX**

### **REGISTERED AGENT AND REGISTERED OFFICE**

The registered agent, whose address is 300 South Duncan Avenue, Suite 122, Clearwater, Florida 33755, shall be, until otherwise designated, William D. Allen.

## **ARTICLE X**

### **AMENDMENTS**

These Articles 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 a Stockholders' meeting by a majority of the Stockholders entitled to vote thereon.

IN WITNESS OF THE FOREGOING, I have hereunto set my hand and seal on January 26, 1998 for the purposes of forming this Corporation under the laws of the State of Florida, and I hereby make and file in the Office of the Secretary of State of the State of Florida these Articles of Incorporation and certify that the facts herein stated are true.

WITNESSES: ..

William D. Allen

William D. Allen  
Incorporator

STATE OF FLORIDA                    )  
                                          ) ss.  
COUNTY OF PINELLAS            -)

BEFORE ME, the undersigned authority, this day, personally appeared William D. Allen, who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal on January 26, 1998.



Michael Geo. F. Davis  
NOTARY PUBLIC

My commission expires:

Personally Known X OR  
Produced Identification \_\_\_\_\_  
Type of Identification Produced: \_\_\_\_\_

FILED

98 JAN 30 AM 9:17

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING REGISTERED AGENT AND ADDRESS  
FOR SERVICE OF PROCESS WITHIN FLORIDA

In compliance with the appropriate sections of the Florida Statutes, the following is submitted:

That Cobb, Allen & Wolf, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 300 South Duncan Avenue, Suite 122, Clearwater, Florida 33755 has named William D. Allen, 300 South Duncan Avenue, Suite 122, Clearwater, Florida 33755, as its agent to accept service of process within Florida.

SIGNATURE

William D. Allen  
William D. Allen  
Incorporator

DATE: January 26, 1998

Having been named to accept service of process for the above stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes related to the proper and complete performance of my duties.

SIGNATURE

William D. Allen  
William D. Allen

DATE: January 26, 1998