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Law Offices
COOPER & SZELUGA, P.A.

CONCORD BUILDING
7 EAST SILVER SPRINGS BOULEVARD, SUITE 103
OCALA, FLORIDA 34470

DREW A. COOPER

MARY T. SZELUGA

Telephone: (352) 351-0414

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January 30, 1998

VIA FEDERAL EXPRESS

Secretary of State, State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399
Attn: Doris Brown

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB -2 PM 2:20
300002421393
-02/04/98-01014-019
****131.25 ****131.25

Re: New Corporation filing
Law Offices of Mary T. Szeluga, a Professional Association

Dear Ms. Brown:

Thank you for your assistance on the telephone this afternoon. Enclosed for filing please find an original and one copy of the Articles of Incorporation for the Law Offices of Mary T. Szeluga, P.A., together with a Certificate of Designation for Registered Agent and a check in the amount of \$131.25. Please file same, and return a certified copy and a certificate of status to the undersigned. Pursuant to our conversation, enclosed also is a Federal Express Return Envelope. As I indicated to you, I will be moving my office to Fort Lauderdale on Friday, February 6, 1998 and would greatly appreciate it if you could process this filing so that I may receive it prior to that date. Should there be any questions, please do not hesitate to contact me. Thank you for your assistance in this regard.

Sincerely,

Thank you!

Mary T. Szeluga
Mary T. Szeluga
For the Firm

MTS:hs

enclosures

D. BROWN FEB - 3 1998

**ARTICLES OF INCORPORATION
OF
LAW OFFICES OF MARY T. SZELUGA,
PROFESSIONAL ASSOCIATION**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB -2 PM 2:47

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is Law Offices of Mary T. Szeluga, Professional Association. The purpose of this corporation is to practice law.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 6445 Bay Club Drive, Suite 2, Fort Lauderdale, Florida 33308

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred shares having a par value of (\$1.00) per share.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Mary T. Szeluga, Law Offices of Mary T. Szeluga, Professional Association, 6445 Bay Club Drive, Suite 2, Fort Lauderdale, Florida 33308.

ARTICLE V - INCORPORATOR

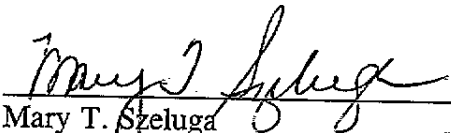
The name and address of the incorporator of these Articles of Incorporation is Mary T. Szeluga, Esq., 6445 Bay Club Drive, Suite 2, Fort Lauderdale, Florida 33308.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is

Mary T. Szeluga, President, Treasurer, Secretary
6445 Bay Club Drive, Suite 2, Fort Lauderdale, Florida

The undersigned has executed these Articles of Incorporation this 30th day of January 1998.



Mary T. Szeluga

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB -2 PM 2:47

Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned corporation, organized under the law of the State of Florida, submits the following statement in the designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is Law Offices of Mary T. Szeluga, Professional Association.
2. The name and street address of the registered agent and office is:

Mary T. Szeluga, Esq.
Law Offices of Mary T. Szeluga,
Professional Association
6445 Bay Club Drive, Suite 2
Fort Lauderdale, Florida 33308

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Mary T. Szeluga