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Bornstein & Petree, P.A.

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Since 1950

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(1923-1992)*

February 23, 1998

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Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: PETREE & STANTON, P.A.

Gentlemen:

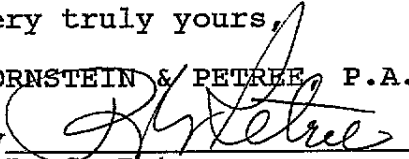
I enclose an original and copy of Articles of Incorporation for Petree & Stanton, P.A., together with our check in the amount of \$122.50.

Please file and return a copy under seal to the undersigned.

Very truly yours,

BORNSTEIN & PETREE, P.A.

By


R. G. Petree

RGP/dr

Encls.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PETREE & STANTON, P.A.

ARTICLE I. Name: The name of this corporation is PETREE & STANTON, P.A.

ARTICLE II. Duration: The corporation shall have perpetual existence.

ARTICLE III. Purpose: The object and purpose of the corporation and the general nature of the business or businesses to be transacted by it shall be as follows:

1. To engage in the practice of law as permitted under the laws of the United States and of the State of Florida, F.S. 621.

2. To make and enter into all contracts necessary and proper for the conduct of its business or businesses.

3. To do any and all things necessary, suitable and proper for the accomplishment of any of the purposes, or for the attainment of any of the objects, or for the exercise of any of the powers herein set forth, whether herein specified or not, either alone or in connection with other firms, individuals or corporations, whether in the State of Florida, or throughout the United States or elsewhere, and to do any other act or acts or things, incidental or pertinent to, or connected with the businesses hereinbefore described, or any part or parts thereof if not inconsistent with Laws of the State of Florida.

4. In general, this corporation shall have and exercise all the powers conferred by the Laws of the State of Florida upon corporations for profit. It is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner such general powers.

ARTICLE IV. Capital Stock: This corporation is authorized to issue one thousand (1,000) shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V. Initial Registered Office and Agent: The street address of the initial registered office and the mailing address of this corporation is 2435 Lee Road, Winter Park, Florida 32789 and the name of the initial registered agent of this corporation at that address is TIMOTHY F. STANTON.

ARTICLE VI. Initial Board of Directors: The corporation shall have two (2) director initially. The number of directors may be either increased or diminished from time to time as set forth by the By Laws but in any event, shall not be less than two. The name and addresses of the initial directors are:

RONSON J. PETREE, 2435 Lee Road, Winter Park, FL 32789;

TIMOTHY F. STANTON, 2435 Lee Road, Winter Park, FL 32789.

ARTICLE VII. Incorporator. The name and address of the person signing these Articles is RONSON J. PETREE, whose address is 2435 Lee Road, Winter Park, Florida 32789.

ARTICLE VIII. Pre-emptive Rights. Every Shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, 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 IX. By-Laws: The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

ARTICLE X: Small Business Corporations: This corporation shall be deemed to be a "Small Business Corporation" under the appropriate provisions of the Internal Revenue Code.

ARTICLE XI. Officers: The officers of the corporation shall be President and Secretary and Treasurer. Until the first meeting of the Board of Directors or until its successors are elected and have qualified, the following shall be the officer of the corporation:

RONSON J. PETREE

President;

TIMOTHY F. STANTON

Secretary/Treasurer.

ARTICLE XII. Commencement of Existence: This corporation shall have perpetual existence which shall begin on the date of the filing of these Articles of Incorporation with the Florida Department of State.

IN WITNESS WHEREOF the undersigned subscribed has executed these Articles of Incorporation this 20th day of February, 1998.

Robert G. Petree
(Witness Print Name)

Dreama Roche
DREAMA ROCHE
(Witness Print Name)

RONSON J. PETREE,
Incorporator

L.S.

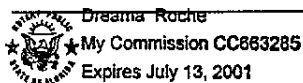
STATE OF FLORIDA
COUNTY OF ORANGE:

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the County and State aforesaid to take acknowledgments personally appeared RONSON J. PETREE, personally known to me ~~or who furnished~~ _____ as identification and he acknowledged executing the same in the presence of two subscribing witnesses, freely and voluntarily.

WITNESS my hand and official seal in the County and State last aforesaid this 20th day of February, 1998.

Dreanna Roche
Notary Public - State of Florida

My commission expires:



DESIGNATION OF AGENT AND PLACE FOR SERVICE OF PROCESS

Pursuant to Chapter 48,091, Florida Statutes, the following is submitted in compliance with said Act:

First: That PETREE & STANTON, P.A.. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at 2435 Lee Road, Winter Park, State of Florida, has named TIMOTHY F. STANTON, located at 2435 Lee Road, Winter Park, Florida 32789, County of Orange, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

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

TIMOTHY F. STANTON
Registered Agent

corp\art.P&S

FILED
98 FEB 25 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA