



ACCOUNT NO. : 072100000032

REFERENCE : 758351 82563A

AUTHORIZATION :

COST LIMIT

Patricia Pyatt

ORDER DATE : March 27, 1998

ORDER TIME : 10:46 AM

ORDER NO. : 758351-035

CUSTOMER NO: 82563A

CUSTOMER: Gregory L. Gresham, Esq
GREGORY L. GRESHAM, ESQ

918a Drew Street

Clearwater, FL 33755

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 27 PM 12:46

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DOMESTIC FILING

NAME: O'NEILL & SULLIVAN, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

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DIVISION OF CORPORATION

3/27/98

ARTICLES OF INCORPORATION
OF
O'NEILL & SULLIVAN, INC.

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ARTICLE I

NAME: The name of this corporation is

O'NEILL & SULLIVAN, INC.

ARTICLE II

DURATION: This corporation shall have perpetual duration.

ARTICLE III

PURPOSE: This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

CAPITAL STOCK: This corporation is authorized to issue 10,000 shares of one class of shares at a value of \$1.00 per share, which shall be designated as "Common Shares."

ARTICLE V

PREEMPTIVE RIGHTS: Every shareholder, upon the issue or sale of any new shares of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof at the price at which it is offered to others.

ARTICLE VI

CORPORATION PRINCIPAL OFFICE: The principal office address and the mailing address of this corporation are:

19321 U. S. Highway 19 N., Suite 500
Clearwater, FL 33764

ARTICLE VII

INITIAL REGISTERED AGENT AND OFFICE: The name of the initial registered agent and the street address of the initial registered office of this corporation are:

John O'Neill
19321 U. S. Highway 19 N., Suite 500
Clearwater, FL 33764

ARTICLE VIII

INITIAL BOARD OF DIRECTORS: This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

Director Name	Address
John O'Neill	19321 U. S. Highway 19 N., Suite 500 Clearwater, FL 33764

ARTICLE IX

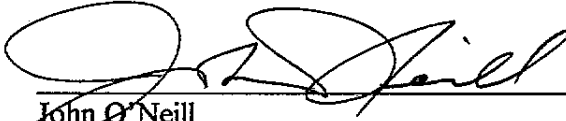
INCORPORATOR: The name and address of the persons signing these Articles is:

John O'Neill
19321 U. S. Highway 19 N., Suite 500
Clearwater, FL 33764

ARTICLE X

BYLAWS: The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders. The Board of Directors shall not have the power to alter, amend or repeal any bylaw adopted by the shareholders, if the shareholders shall so designate in adopting, altering or amending a Bylaw.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 26th day of March, 1998.

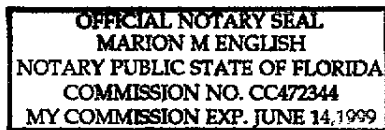

John O'Neill

**STATE OF FLORIDA
COUNTY OF PINELLAS**

The foregoing instrument was acknowledged before me this 26th day of March, 1998, by John O'Neill, who personally appeared before me at the time of notarization, and who is personally known to me or who has produced FLORIDA DRIVER'S LICENSE as identification and who did take an oath.

0540-466-44-187-0

NOTARY PUBLIC - STATE OF FLORIDA



Sign: Marion M. English
Print: Marion M. English
Address: 918A Drew Street
Clearwater, Florida 33755

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Chapter 48.091, Florida Statutes, the following is submitted:

That O'NEILL & SULLIVAN, INC., desiring to organize under the laws of the State of Florida, with its principal office at 19321 U. S. Highway 19 N., Suite 500, Clearwater, FL 33764, has named JOHN O'NEILL, located at 19321 U. S. Highway 19 N., Suite 500, Clearwater, FL 33764, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with Florida law relative to keeping the designated office open.



JOHN O'NEILL, Registered Agent

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