

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P98000029383

William H. Harrell & Associates
P.A.

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 31 AM 10:58

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Art of Inc. File Cert.
LTD Partnership File _____
Foreign Corp. File _____
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Fictitious Name File _____
Trade/Service Mark _____
Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
700002475237-3
Cert. Copy 04/01/98-01046-023
Photo Copy ****122.50 ****122.50
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
Courier _____

02-30-98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 30, 1998

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST.
STE. 1
TALLAHASSEE, FL 32301

SUBJECT: WILLIAM H. HARRELL & ASSOCIATES, P.A.
Ref. Number: W98000007018

We have received your document for WILLIAM H. HARRELL & ASSOCIATES, P.A. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent is not an active corporation or entity in the state of Florida.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 398A00016853

ARTICLES OF INCORPORATION

OF

WILLIAM H. HARRELL & ASSOCIATES, P.A.

ARTICLE I

CORPORATE NAME

The name of this Corporation is **WILLIAM H. HARRELL & ASSOCIATES, P.A.**

ARTICLE II

MAILING ADDRESS AND PRINCIPAL OFFICE

The Corporation's mailing address and principal office is c/o Kluger, Peretz, Kaplan & Berlin, P.A., 1700 Miami Center, 201 So. Biscayne Blvd., Miami, Florida 33131.

ARTICLE III

NATURE OF CORPORATE BUSINESS

This Corporation, through its Officers and Employees, shall be authorized to engage in every aspect and phase of the practice of law; to engage in any activities that will facilitate and promote the practice of law through its Officers and Employees; and to purchase and own real and personal property necessary for the rendering of services within the practice of law and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this Corporation.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue a maximum of one thousand (1,000) Shares of stock. The shares of stock authorized shall be common stock having a par value of One (1) Dollar per share.

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ARTICLE V

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Miami Center Registered Agents
1700 Miami Center
201 South Biscayne Boulevard
Miami, Florida 33131

ARTICLE VI

INITIAL DIRECTOR

The name and post office address of the first Director of the Corporation is:

William H. Harrell
One Liberty Center, Suite 200
7077 Bonneval Road
Jacksonville, FL 32216

ARTICLE VIII

INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

Eliot C. Abbott, Esq.
1700 Miami Center
201 So. Biscayne Blvd.
Miami, FL 33131

ARTICLE IX

COMMENCEMENT DATE

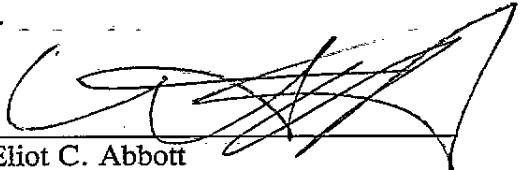
Corporate existence will commence upon filing of these Articles..

ARTICLE X

INCORPORATION OF PROVISIONS OF
PROFESSIONAL SERVICE CORPORATION ACT

This Corporation is intended to be a Professional Corporation within the meaning of the Professional Service Corporation Act, and accordingly, the Corporation, its Officers, Directors and Stockholders, shall be subject to all of the Sections of said Act concerning the formation of the Corporation, the conduct of its business, and the liabilities, rights, privileges and immunities of the Corporation, its Officers, Directors and Stockholders, as stated in Chapter 621, Florida Statutes.

THE UNDERSIGNED Incorporator, for the purposes of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.


Eliot C. Abbott

CERTIFICATE OF REGISTERED AGENT

OF

WILLIAM H. HARRELL & ASSOCIATES, P.A.

Pursuant to Section 607.0501 of the Florida Business Corporations Act, the following is submitted, in compliance with said Act:

That William H. Harrell & Associates, P.A., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Corporation, has named Miami Center Registered Agents, Inc., located at 1700 Miami Center, 201 So. Biscayne Blvd., Miami, Florida 33131, 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, the undersigned hereby agrees to act in this capacity and agrees to comply with the provision of said Act relative to keeping open said office.

Dated this 27th day of March, 1998.

MIAMI CENTER REGISTERED AGENTS, INC.,

By: _____

Jon Chassen, President

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