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JOSEPH L. THILLMAN  
ATTORNEY AT LAW

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March 26, 1998

Division of Corporations  
Department of State  
409 E. Gaines Street  
Tallahassee, FL 32399

100002475821--0  
-04/01/98--01083--003  
\*\*\*\*122.50 \*\*\*\*122.50

To Whom It May Concern:

EFFECTIVE DATE  
3-27-98

Enclosed you will find two original copies of the Articles of Incorporation for Joseph L. Thillman, P. A. together with the filing fee of \$122.50. Please forward to me a certified copy of the articles as well as the certificate of filing.

I thank you for your time and attention to this matter.

Very Truly Yours,

*Joseph L. Thillman*  
Joseph L. Thillman

FILED  
98 APR -1 AM 11:45  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

APR 3 1998  
*[Signature]*

**ARTICLES OF INCORPORATION**  
**OF**  
**JOSEPH L. THILLMAN, P. A.**

**FILED**  
98 APR -1 AM 11:45  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**Article I - Name**

The name of this Professional Association is Joseph L. Thillman, P. A.

**Article II - Effective Date and Duration**

This Professional Association shall begin existence as of March 27, 1998 and continue perpetually until dissolved.

**Article III - Purpose**

This Professional Association is organized for the purpose of providing professional services to the public in the field of law, which shall include all professional services rendered by attorneys licensed to practice law in the state of Florida.

**Article IV - Common Stock**

This Professional Association is authorized to issue 100 shares of NO PAR VALUE common stock.

**Article V - Authority**

This Professional Association has the authority to conduct any and all lawful business which can be legally conducted by any professional association pursuant to Chapter 621 and 607 of the Florida Statutes.

**Article VI - Dividends**

This Professional Association shall pay dividends upon the terms and conditions specified by the board of directors from time to time.

**Article VII - Incorporator**

The name and address of the incorporator of this Professional Association is Joseph L. Thillman, Esq., 4008 Willow Run, Palm Beach Gardens, FL 33418.

**Article VII - Directors**

The following person(s) hereby subscribe to the number of shares indicated, are directors of the Professional Association, and reside at the address listed:

Name: Joseph L. Thillman  
Number of Shares: 10  
Office: Director

Directors shall hold office for a period of one (1) year and shall be elected at the annual shareholders meeting. There shall be one director initially.

#### **Article IX - Powers of Directors**

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to make and alter the by-laws of this Professional Association, to fix the amount to be reserved as working capital over and above its capital stock paid in, and to authorize and caused to be executed mortgages and liens upon real and personal property belonging to the Professional Association, The Board of Directors shall also have the authority to hire and fire employees of the Professional Association and to fix their compensation, unless these responsibilities are delegated to an officer.

#### **Article X - Principal Place of Business**

The principal place of business of this Professional Association shall be 315 11th St., West Palm Beach, FL. 33401. The Board of Directors may from time to time move the place of business of this Professional Association as they see fit.

#### **Article XI - Registered Agent**

The Registered Agent for service of process on this Professional Association, who shall serve until removed by the Board of Directors, is Joseph L. Thillman, Esq..

#### **Article XII - Private Property of Shareholders**

The private property of shareholders shall not be subject to the payment of any corporate debts to any extent whatsoever.

#### **Article XIII - Excess Salary**

In the event the Internal Revenue Service determines that a portion of the salary paid by this Professional Association to any of its employees, including its officers and directors, is excessive under the law as it exists at that time, and will not allow the Professional Association to deduct said portion of the salary from its earnings as an operating expense, said portion of said salary deemed to be excessive shall be automatically repaid to the Professional Association.

#### **Article XIV - Excess Business Expense**

In the event that the Internal Revenue Service determines that any business expense is invalid or excessive under the law as it exists at that time, and will not allow the Professional Association to deduct all or a portion of the claimed business expense, said portion of the business expense deemed to be excessive shall automatically be repaid to the Professional Association.

#### Article XV - Amendments

This Professional Association reserves the right to amend or repeal any provision contained in these Articles of Incorporation and any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

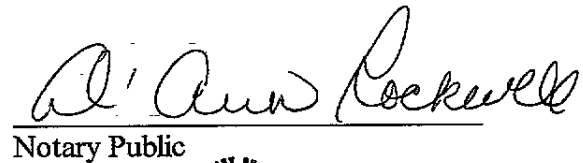
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the purposes of forming a Professional Association to do business under the laws of the State of Florida this 27th day of March, 1998.

  
Joseph L. Thillman, Esq.

STATE OF FLORIDA  
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Joseph L. Thillman, Esq., to me personally known and he executed the foregoing instrument in my presence.

WITNESS my hand and official seal in the County and State last aforesaid this 27th day of March, 1998.

  
Notary Public

Acceptance to Serve as Resident Agent



D'Aun Rockwell  
My Commission CC632013  
Expires March 23, 2001

I, Joseph L. Thillman, whose address is 4008 Willow Run, Palm Beach Gardens, FL 33418, do hereby accept the appointment of Registered Agent for Joseph L. Thillman, P. A.

