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GREGORY P. ARMOTRADING  
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1264 WAINWRIGHT COURT  
JACKSONVILLE, FLORIDA 32208  
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FILED  
98 APR 21 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

March 17, 1998

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

300002494893--4  
-04/21/98--01039--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

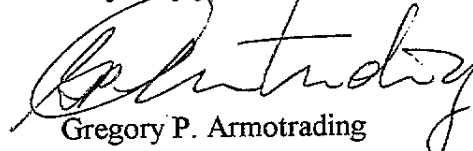
RE: GREGORY P. ARMOTRADING, P.A.

Dear Sir/Madam:

Enclosed are an original and one copy of the articles of incorporation of GREGORY P. ARMOTRADING, P.A. and a check for \$70.00. Please return the copy to me at your earliest convenience.

Thank you for your corporation.

Very truly yours,

  
Gregory P. Armotrading

Enclosures

P. Hall  
APR 22 1998

(7)

**ARTICLES OF INCORPORATION  
OF  
GREGORY P. ARMOTRADING, P.A.**

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ARTICLE I.

**NAME**

The name of this corporation shall be **GREGORY P. ARMOTRADING, P.A.**

ARTICLE II.

**COMMENCEMENT & DURATION**

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Secretary of State. This corporation's duration shall be perpetual.

ARTICLE III.

**PROFESSIONAL SERVICE CORPORATION**

**A. License**

This corporation is specifically formed for rendering the same professional service to the public that any duly licensed attorney at law is authorized to render.

**B. Powers**

The powers of the corporation are to:

1. Have all of the powers stated in the applicable provisions of the Florida Statutes, applicable to this corporation, except to the extent that any of the provisions of the Professional Service Corporation Act are interpreted to be in conflict with the provisions of said provisions, in which event, the provisions and sections of the said Professional Service Corporation Act shall take precedence.

2. Request changes in the Certificate of Incorporation at any time pursuant to law.
3. Change the street address in this state of the principal office of the corporation and to establish, from time to time, other locations for corporate operations pursuant to the Bylaws, and without the necessity of amending the Certificate of Incorporation.
4. Invest the funds of this corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the rendering of its professional services.
5. Purchases and acquire, in accordance with law and the Bylaws, any or all of its shares, owned and held by any person or entity, who desires to sell, transfer, or otherwise dispose of the said shares.

#### C. Conflict of Interest

Provided due notice is given to this corporation:

1. No contract or other transaction between this corporation and any other corporation shall be affected by the fact that any director or officer of this corporation is interested in, or is a director or officer of, such other corporation.
2. Any director of this corporation, individually or jointly, may be a party to, or may be interested in, any contract or transaction of this corporation or in which this corporation is interested.
3. No contract, or other transaction of this corporation with any person, firm, or corporation, shall be affected by the fact that my director or officer of this corporation is in any way connected with such person, firm or corporation.

#### ARTICLE IV.

##### **PURPOSE**

This corporation is being organized for the purpose of operating a law practice engaging in the transaction of any and all activities permitted under the laws of Florida and the United States Of America.

#### ARTICLE V.

##### **CAPITAL STOCK**

This corporation shall have the authority to issue 1000 par value shares of common capital stock.

#### ARTICLE VI.

##### **PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

#### ARTICLE VII.

##### **TRANSFER RESTRICTIONS**

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or to otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If

this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions  
Imposed By This Corporation's Articles of Incorporation, A Copy of  
Which Is On File At This Corporation's Principal Office."

#### ARTICLE VIII.

##### **INITIAL BOARD OF DIRECTORS**

The number of directors on this corporation's Initial Board of Directors shall be one. The number of directors may be increased or decreased from time to time, as provided in this corporation's Bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board of Directors are:

**GREGORY P. ARMOTRADING**  
**1264 Wainwright Court**  
**Jacksonville, Florida 32208.**

#### ARTICLE IX.

##### **INDEMNIFICATION**

This corporation shall indemnify any officer, director, employee, or agent, and any former

officer, director, employee, or agent to the full extent permitted by law.

ARTICLE X.

**PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT**

The address of this corporation's principal office and the address of this corporation's initial registered office shall be:

**1264 Wainwright Court  
Jacksonville, FL 32208.**

The name of the individual who shall serve as this corporation's initial registered agent at that address is **GREGORY P. ARMOTRADING.**

ARTICLE XI.

**INCORPORATOR**

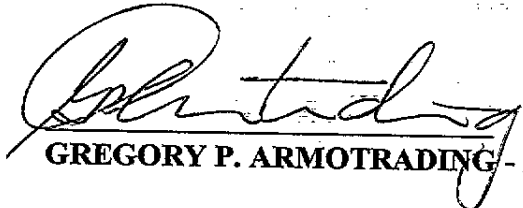
The name and address of the individual who shall serve as this corporation's incorporator are:

**GREGORY P. ARMOTRADING  
1264 Wainwright Court  
Jacksonville, Florida 32208.**

ARTICLE XII.

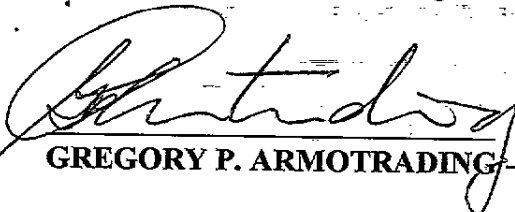
**AMENDMENT**

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

  
**GREGORY P. ARMOTRADING** - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of **GREGORY P. ARMOTRADING, P.A.** I hereby state that I am familiar with and accept the

duties and responsibilities as registered agent for **GREGORY P. ARMOTRADING, P.A.**

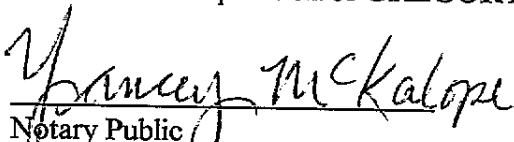
  
**GREGORY P. ARMOTRADING** - Registered Agent

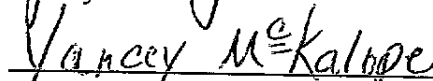
State Of Florida

County Of Duval

On April 15, 1998 **GREGORY P. ARMOTRADING**, who is personally known to me and is designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, personally appeared before me and signed and acknowledged signing the

Articles of Incorporation of **GREGORY P. ARMOTRADING, P.A.**

  
Notary Public

  
Yancey Mckalope

(Notary Public - Printed Or Typed Name)



YANCEY MCKALOPE  
My Commission CC521884  
Expires Jan. 02, 2000

Commission Expiration Date & Commission Number:

(SEAL)

FILED  
98 APR 21 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA