

BOYDSTUN, DABROSKI & LYLE, P.A.  
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P 98 0000 38631  
April 24, 1998

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

600002501276--0  
-04/27/98-01076-004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: Morgernstern Bishop Monroe Incorporated

Dear Sir of Madam:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above referenced for-profit corporation. Also enclosed is a check in the amount of \$70.00 for the filing fee in this regard.

Please return the copy of the Articles provided herein, after they have been stamped with the file date, to:

Bradley J. Wood, Esq.  
Boydston, Dabroski & Lyle, P.A.  
P.O. Drawer 76387  
St. Petersburg, FL 33734-6387

If you have any questions concerning this request, please contact the undersigned.

Very truly yours,



Bradley J. Wood

Encl.

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F. CHESSEB APR 29 1998

FILED  
98 APR 27 AM 8:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**MORGENSTERN BISHOP MONROE INCORPORATED**

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

FILED  
98 APR 27 AM 8:07  
TALLAHASSEE  
SECRETARY OF STATE  
FLORIDA

**ARTICLE I. NAME**

The name of the corporation shall be MORGENSTERN BISHOP MONROE INCORPORATED. The address of the principal office of this corporation shall be 246 ½ - 20th Avenue, S.E., St. Petersburg, FL 33705, and the mailing address of the corporation shall be P.O. Box 11807, St. Petersburg, FL 33733-1807.

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III. REGISTERED OFFICE AND REGISTERED AGENT**

The registered office of the corporation shall be that of Boydstun, Dabroski & Lyle, P.A., located at 2600 Ninth Street, N., St. Petersburg, FL 33704. The name of the Registered Agent of the corporation at that address is Bradley J. Wood, Esq.

#### **ARTICLE IV. DURATION**

Period of existence of the corporation is perpetual.

#### **ARTICLE V. AUTHORIZED SHARES**

The corporation is authorized to issue 1000 shares of common stock having par value of \$1.00 per share.

#### **ARTICLE VI. DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitations set forth in these Articles of Incorporation. The initial Board of Directors shall consist of two (2) members. The names and addresses of the initial members of the Board of Directors are:

Diane Marcou            246 - 20th Avenue, S.E., St. Petersburg, FL 33705

M.E. (Buddy) Baker    5610 56th Terrace, N., St. Petersburg, FL 33709-2020

#### **ARTICLE VII. THE INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is:

Diane Marcou            246 - 20th Avenue, S.E., St. Petersburg, FL 33705

IN WITNESS WHEREOF the undersigned incorporator has executed these  
Articles of Incorporation this 23<sup>rd</sup> day of April, 1998.

Diane Marcou  
Diane Marcou

FILED  
98 APR 27 AM 8:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED**

**IN ARTICLES OF INCORPORATION**

Having been named as registered agent and to accept service of process for the  
above-named corporation at the place designated in this certificate, I hereby accept the  
appointment of Registered Agent and agree to act in this capacity. I further agree to  
comply with the provisions of all statutes relating to the proper and completed  
performance of my duties, and I am familiar with and accept the obligations of my  
position as Registered Agent under §607.0505, Florida Statutes.

DATED: 23<sup>rd</sup> day of April, 1998.

Bradley J. Wood

Bradley J. Wood, Esq.