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ARTICLES OF INCORPORATION

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

TERRELL C. MADIGAN, P.A.

The undersigned, being above the age of eighteen (18) years and competent to contract, and being a citizen and resident of the United States of America, for the purpose of organizing a professional service corporation under the Professional Service Corporation and Limited Liability Company Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of this Corporation shall be **TERRELL C. MADIGAN, P.A.** Principal place of business: Post Office Box 10321, Tallahassee, Florida 32302.

ARTICLE II

GENERAL PURPOSE: GENERAL POWERS

The primary purpose for which this Corporation is organized is to engage in every phase and aspect of the business of rendering professional legal services to the public. Such professional services shall be rendered only through officers, employees and agents of the Corporation who are duly licensed under applicable law. The Corporation shall have all the powers granted to professional service corporations pursuant to the Professional Service Corporation And Limited Liability Company Act, including all of the powers of a Florida corporation pursuant to the Florida Business Corporation Act, and nothing herein shall be construed as limiting or eliminating any such powers.

ARTICLE III

CAPITAL STOCK

Number of Shares Authorized: Par Value. This Corporation is authorized to issue Ten Thousand (10,000) shares of common stock, each having a par value of One Dollar (\$1.00) per share. None of the shares of this Corporation may be issued to any person or entity other than an individual duly licensed as an attorney at law under applicable law or except as may otherwise be permitted by law.

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ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be Post Office Box 10321, Tallahassee, Florida 32302, and the initial registered agent of this Corporation shall be Terrell C. Madigan at 1052 Summerbrooke Drive, Tallahassee, Florida 32312. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation.

ARTICLE V

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as incorporator is:

Terrell C. Madigan Post Office Box 10321 Tallahassee, Florida 32302

ARTICLE VI

INDEMNIFICATION

The Corporation shall have all the powers and authority now or hereafter granted or permitted by law with respect to indemnification of directors, officers, employees and agents, and former directors, officers, employees and agents.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this Ol Day of May, 1998.

Terrell C. Madigan,

Incorporator

CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

Pursuant to the provisions of Sec.607.0501 of the Florida Business Corporation Act, as made applicable to a professional service corporation by Sec.621.13 of the Professional Service Corporation and Limited Liability Company Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of Terrell C. Madigan, P.A., a Florida professional service corporation (the "Corporation"), in the Corporation's articles of incorporation:

having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this _O day of May, 1998.

Terrell C. Madigan Registered Agent