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VAILLANCOURT, BORGERSEN, & BOATRIGHT, P.A.

ATTORNEYS AND COUNSELORS AT LAW

2530 WEST BAY DRIVE

LARGO, FLORIDA 33770

WILLIAM C. BORGERSEN, ESQUIRE
SCOTT R. BOATRIGHT, ESQUIRE
ROBERT J. HOFFMAN, ESQUIRE

ROBIN A. VAILLANCOURT
RETIRED

May 8, 1998

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

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-05/11/98--01138--003
****122.50 ****122.50

Re: WILLIAM C. BORGERSEN, P.A.

Dear Sir or Madam:

Enclosed are the original and one copy of the articles of incorporation for the above-named proposed Florida corporation. Also enclosed is our check number 3293 in the amount of \$122.50, representing the fees for filing and a certified copy.

Thank you for your assistance in this matter.

Sincerely,



William C. Borgersen, Esquire

WCB/bg
Enclosures:

6145-3-7

APPROVED
AND
FILED
98 MAY 11 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PROFESSIONAL LEGAL SERVICE CORPORATION UNDER F.S. 621

ARTICLE I. CORPORATE NAME AND PURPOSE.

The name of this professional legal service corporation is WILLIAM C. BORGERSEN, P.A., and its purpose is to practice law.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business for the practice of law and mailing address of this professional service corporation are 2530 West Bay Drive, Largo, Florida 33770.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1000) with a par value of one dollar each.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent are William C. Borgersen, Esquire, 2530 West Bay Drive, Largo, Florida 33770.

ARTICLE V. INCORPORATORS.

The name and street address of the incorporator to these articles of incorporation are William C. Borgersen, Esquire, 2530 West Bay Drive, Largo, Florida 33770.

ARTICLE X. INDEMNIFICATION OF DIRECTORS AND OFFICERS.

The directors and officers of this professional corporation shall be indemnified in the event of malpractice proceeding against the corporation. However, this indemnification clause would in no way relieve the individual officer involved of any obligation resulting from his own professional negligence, wrongdoing or misconduct for which he is made personally liable and accountable by F.S. section 621.07.

ARTICLE XI. AMENDMENT OF ARTICLES OF INCORPORATION.

These articles shall be modified, amended or repealed only by a super majority vote of the stockholders in favor of the amendment.

The undersigned has executed these articles of incorporation on January 1, 1998.



William C. Borgersen, Esquire
Incorporator

APPRO.
AND
FILED
98 MAY 11 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of F.S. 621.05, the undersigned professional service corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is WILLIAM C. BORGERSEN, P.A.
2. The name of the registered agent is William C. Borgersen, Esquire.
3. The address of the registered agent/registered office is 2530 West Bay Drive, Largo, Florida 33770.

Acceptance

Having been named as registered agent and designated to accept service of process for the above professional service corporation, I hereby accept the appointment as 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 complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


William C. Borgersen, Esquire

January 1, 1998

APPROVED
AND
FILED
98 MAY 11 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA