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ACCOUNT NO. : 072100000032

REFERENCE : 840633 4326591

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 122.50

ORDER DATE : June 2, 1998

ORDER TIME : 1:41 PM

ORDER NO. : 840633-005

600002545046--15

CUSTOMER NO: 4326591

CUSTOMER: E. Jackson Boggs, Esq
FOWLER WHITE GILLEN BOGGS
VILLAREAL & BANKER, P.A.
501 East Kennedy Boulevard
Suite 1700
Tampa, FL 33602

RECEIVED
98 JUN -2 PM 2:34
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: GEORGE C. WINN & ASSOCIATES,
P.A.

EFFECTIVE DATE: 060198

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -2 PM 3:25

cf 6/2/98

EFFECTIVE DATE

6/1/98

ARTICLES OF INCORPORATION

OF

GEORGE C. WINN & ASSOCIATES, P.A.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -2 PM 3:25

I, the undersigned, make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a professional service corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation shall be:

George C. Winn & Associates, P.A.

The principal office and mailing address of this corporation shall be 3839 West Kennedy Boulevard, Tampa, Florida 33609, or such other address within the State of Florida as the Board of Directors may from time to time designate.

ARTICLE II

Existence of Corporation

This corporation shall begin existence on June 1, 1998, and shall have perpetual existence.

ARTICLE III

Business, Objects or Purposes

The general nature of the business to be transacted by this corporation or the objects or purposes of the corporation shall be as follows:

(a) To engage solely and specifically in the business of carrying on the general practice of law.

(b) To invest in real estate, mortgages, stocks, bonds or any other type of investments.

(c) To own real and personal property necessary for the rendering of the above professional services.

(d) In general, to have and exercise all powers conferred by the laws of Florida upon professional service corporations, and to do any and all things hereinabove set forth to the same extent as a natural person might or could do.

ARTICLE IV

Capital Stock

(a) The total number of shares of capital stock authorized to be issued by the corporation shall be 10,000 shares having a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

(b) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

ARTICLE V

Registered Office and Registered Agent

The street address of the corporation's initial registered office is 3839 West Kennedy Boulevard, Tampa, Florida 33609, and the name of the corporation's initial registered agent at such address is George C. Winn. The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes.

ARTICLE VI

Initial Board of Directors

The number of directors constituting the initial Board of Directors shall be one (1), and the name and address of the person who is to serve as sole member thereof is as follows:

<u>Name</u>	<u>Address</u>
George C. Winn	3839 West Kennedy Boulevard Tampa, Florida 33609

ARTICLE VII

Incorporators

The name and address of the incorporator of this corporation is as follows:


<u>Name</u>	<u>Address</u>
George C. Winn	3839 West Kennedy Boulevard Tampa, Florida 33609

ARTICLE VIII

Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein stated.



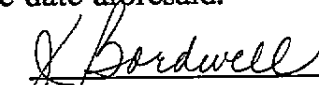
George C. Winn

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

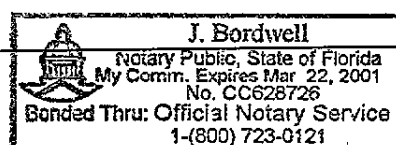
BEFORE ME, the undersigned authority, on this 15th day of June, 1998, personally appeared George C. Winn, to me well known to be the person described in and who signed the foregoing Articles of Incorporation, and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.



Notary Public

My Commission Expires:



CERTIFICATE OF ACCEPTANCE

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Having been named to accept service of process for the above-stated corporation, at the place designated in its Articles of Incorporation, I hereby agree to act in such capacity, and I am familiar with and accept, the obligations provided for in Section 607.0501(3), Florida Statutes.

Signature George C. Winn
George C. Winn
(Registered Agent)
Date June 1, 1998

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