

P 98000063125
WIELAND & HILADO, PA.

A Professional Association

790 North Orange Avenue
P.O. Box 944
Orlando, Florida 32802

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May 21, 2001

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

FILED
01 MAY 23 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Dear Sir/Madam:

Enclosed please find our firm check in the amount of \$35.00 and an Amended Articles of Incorporation for Wieland & Hilado, P.A. tax identification #59-3523739. If you have any questions regarding this matter please do not hesitate to contact me.

Sincerely,

Claudia M. Moore
Claudia M. Moore
Office Administrator

*NC Amend
5-31-01
MTS*

/cmm
Enclosure

AMENDED ARTICLES OF INCORPORATION OF
WIELAND & HILADO, P.A.
f/k/a WIELAND, HILADO & KELLEY, P.A.

FILED

01 MAY 23 PM 3:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, GLEN D. WIELAND, President of WIELAND, HILADO & KELLEY, P.A., a professional service corporation for profit (the "Corporation") for and on behalf of the corporation hereby executes these Amended Articles of Incorporation of the corporation:

ARTICLE I

The name of the professional association is **WIELAND, HILADO & KELLEY, P.A.**

ARTICLE II

These Amended Articles of Incorporation were unanimously approved by the Shareholders and Board of Directors of the Corporation on **JANUARY 1, 2001**.

ARTICLE III

The Articles affected by these Amended Articles of Incorporation are Article I, Name; Article II, Purposes; and Article VII, Board of Directors.

ARTICLE IV

The effective date of these Amended Articles of Incorporation shall be upon the filing thereof with the Florida Department of State.

ARTICLE V

The Amended Articles of Incorporation shall state as follows:

ARTICLE I

The name of the professional association is **WIELAND & HILADO, P.A.**

ARTICLE II

Purposes

The general nature and purposes of business to be transacted, promoted and carried on by the professional association are as follows:

a. To engage in every aspect in the practice of law and all its fields of specializations, as are engaged in by **GLEN D. WIELAND AND ALFRED J. HILADO** and any associates, assistants or para-legals hired by them.

b. To engage and render the professional services involved only through its officers, agents and employees who shall be attorneys, para-legals, assistants and other individuals in good standing and duly licensed or otherwise legally authorized with the State of Florida to render the same professional service as this professional association.

c. To engage in no other business other than the rendition of the professional services specified herein.

d. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

ARTICLE III

a. The maximum number of shares of stock that the professional association is authorized to have outstanding at any time shall be **7,500** shares of common stock at one cent, (\$0.01) per share par value.

b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

c. Shares of the professional association's stock and certificates shall be issued only to lawyers in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this professional association.

ARTICLE IV

Effective Date of Incorporation and Duration

This professional association shall be deemed to have come into existence on the date these Articles are filed with the Secretary of State. The professional association shall have perpetual existence.

ARTICLE V

Registered Agent

The address of this professional association's initial registered office is **790 N. Orange Avenue, Orlando, Florida 32801** and the name of its initial registered agent at this address is **Glen D. Wieland**. The principal office of the corporation shall be at **790 N. Orange Avenue, Orlando, Florida 32801**

ARTICLE VI

Incorporators

The name and address of the Incorporator (s) is/are as follows:

Glen D. Wieland
790 N. Orange Avenue
Orlando, Florida 32801

ARTICLE VII

Board of Directors

Glen D. Wieland
790 N. Orange Ave.
Orlando, FL 32802

Alfred J. Hilado
790 N. Orange Ave.
Orlando, FL 32802

ARTICLE VIII

Informal Shareholder Action

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the professional association as part of the corporate records.

ARTICLE IX

Severance and Termination of Employment

If any officer, director, stockholder, agent or employee of this professional association becomes legally disqualified to render the professional services for which the professional association is organized, or accepts employment that places restrictions or limitation on his continued rendering of such professional services, he shall forthwith sever all employment with the professional association, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the professional association on account of professional services. The professional association, except that such shares shall not be entitled to dividends.

ARTICLE X

Informal Director Action

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the professional association, and the writing evidencing their consent are filed with be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XI

Indemnification

The professional association shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII

Amendment of Bylaws

The power to adopt, alter, amend or repeal the bylaws of the professional association shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

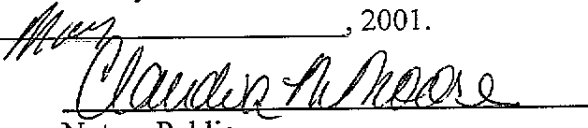
IN WITNESS WHEREOF, the undersigned has executed these Amended Articles of Incorporation in the State of Florida, this 17th day of May, 2001.


Glen D. Wieland

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared **GLEN D. WIELAND** who is to me well known to be the person described in and who executed the foregoing Amended Articles of Incorporation as the Incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Orlando in the said County and State this 17th day of May, 2001.


Notary Public

My Commission Expires:



Claudia M Moore
My Commission CC849719
Expires August 9, 2003

The undersigned, having been named to accept service of process for the above stated professional association at the place designated in this document, I hereby accept act in this capacity and agree to comply with the provision of said Act relative to keeping open this office.


Glen D. Wieland, Registered Agent