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CHILLINGWORTH & CONWAY, P.A.

ATTORNEYS AT LAW

SUITE 160

BRANDYWINE CENTRE I

580 VILLAGE BOULEVARD

WEST PALM BEACH, FLORIDA 33409

TELEFAX (561) 640-9422

TELEPHONE (561) 640-6000

September 22, 1998

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

500002647545--4
-09/23/98--01086--013
****122.50 ****122.50

Re: Articles of Incorporation
JEAN ODOM CONWAY, P.A.

Gentlemen:


Enclosed are an original and one copy of Articles of Incorporation for the above corporation as follows:

Filing Fee	\$ 35.00
Certified Copy of Charter	52.50
Resident Agent Certificate	<u>35.00</u>
Total	\$122.50

EFFECTIVE DATE
9-16-98

Please send us a certified copy of the Articles when filed. Thank you for your cooperation and assistance.

Sincerely,



Helen K. Fekete
Legal Assistant

Enclosure

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

98 SEP 23 AM 11:38

FILED

CB
9-24-98
5

FILED
98 SEP 23 AM 11:38
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
9-16-98

**ARTICLES OF INCORPORATION
OF
JEANNE ODOM CONWAY, P.A.**

Article I - Name

The name of this professional association is **JEANNE ODOM CONWAY, P.A.**

Article II - Effective Date and Duration

This professional association shall begin existence as of September 16, 1998, and continue perpetually unless dissolved.

Article III - Purpose

This professional association is organized for the purpose of providing professional service to the public in the field of law, which shall include all professional services rendered by attorneys licensed to practice law within the State of Florida.

Article IV - Common Stock

This professional association is authorized to issue one hundred (100) shares of NO PAR VALUE common stock.

Article V - Authority

This professional association has the authority to conduct any and all lawful business which can be legally conducted by any professional association pursuant to Chapter 621 and Chapter 607, **Florida Statutes**.

Article VI - Dividends

This professional association shall pay dividends upon the terms and conditions specified by the Board of Directors from time to time.

Article VII - Incorporator

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

Jeanne Odom Conway, Esq.
580 Village Boulevard
Suite 160
West Palm Beach, FL 33409

Article VIII - Officers and Directors

The following persons hereby subscribe to the number of shares indicated, are directors of the Professional Association, and reside at the addresses listed:

Name	Number of Shares	Office
Jeanne Odom Conway 580 Village Boulevard Suite 160 West Palm Beach, FL 33409	15	President & Director
Kim T. Harmon 580 Village Boulevard Suite 160 West Palm Beach, FL 33409	0	Treasurer
Helen K. Fekete 580 Village Boulevard Suite 160 West Palm Beach, FL 33409	0	Secretary

Directors shall hold office for a period of one (1) year and shall be elected at each shareholder's meeting. There shall be one (1) director initially.

Article IX - Powers of Directors

In furtherance and not in limitation of the powers conferred by Statute, the Board of Directors is expressly authorized to make and alter the By-Laws of this professional association to fix the amount to be reserved as working capital over and above its capital stock paid in, and to authorize and cause to be executed mortgages and liens upon real and personal property belonging to this professional association. The Board of Directors shall also have the authority to hire and fire all employees of the professional association and to fix their compensation, unless these responsibilities are delegated to an officer.

Article X - Principal Place of Business

The principal place of business of this professional association shall be 580 Village Boulevard, Suite 160, West Palm Beach, FL 33409. The Board of Directors may from time to time move the place of business of this professional association.

Article XI - Registered Agent

The Registered Agent for service of process of this professional association, who shall serve until removed by the Board of Directors, is **Jeanne Odom Conway, Esq.**, 580 Village Boulevard Suite 160, West Palm Beach, FL 33409.

Article XII - Private Property of Shareholders

The private property of the shareholders shall not be subject to the payment of any corporate debts to any extent whatsoever.

Article XIII - Excess Salary

In the event that the Internal Revenue Service determines that a portion of the salary paid by this professional association to any of its employees, including its officers and directors, is excessive under the law as it exists at that time, and will not allow the professional association to deduct said portion of salary from its earnings as an operating expense, said portion of salary deemed to be excessive shall be automatically repaid to the professional association.

Article XIV - Excess Business Expense

In the event that the Internal Revenue Service determines that any business expense of the professional association is invalid or excessive under the law as it exists at that time, and will not allow the professional association to deduct a portion of said business expense, said portion of the business expense deemed to be excessive shall be automatically repaid to the professional association.

Article XV - Amendments

This professional association reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the purpose of forming a corporation to do business under the laws of the State of Florida this 22nd day of September, 1998.




Jeanne Odom Conway

**STATE OF FLORIDA
COUNTY OF PALM BEACH**

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared **Jeanne Odom Conway**, to me known personally to be the person described in and who executed the foregoing instrument, and who did not take an oath, and acknowledged before me that she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 22nd day of September, 1998.


Helen K. Fekete, Notary Public
My Commission Expires:

Acceptance

I, **Jeanne Odom Conway**, whose address is 580 Village Boulevard, Suite 160, West Palm Beach, FL 33409, do hereby accept the appointment of Registered Agent for **JEANNE ODOM CONWAY, P.A.**



Helen K. Fekete
MY COMMISSION # CC718807 EXPIRES
February 22, 2002
BONDED THRU TROY FAIN INSURANCE, INC.


Jeanne Odom Conway
Registered Agent

FILED
98 SEP 23 AM 11:38
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA