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SEYMOUR & WHITNEY

(A Partnership of Professional Associates)

*Melanie Shaw Seymour, Esquire
Bobby L. Whitney, Jr., Esquire
*(also licensed to practice in Louisiana)

12 Racetrack Road NW
Fort Walton Beach, FL 32547
850/864-4445
850/864-5552 (fax)

December 17, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Attention: New Filing Section

Re: Articles of Incorporation

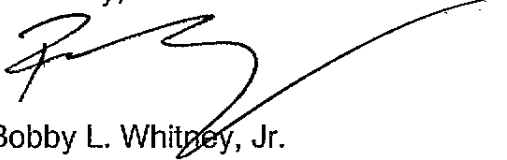
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*****78.75 *****78.75

Dear Sir/Madam:

Please find enclosed the original Articles of Incorporation and check in the amount of \$78.75, which represents your fee for filing. If you have any questions, please do not hesitate to contact this office.

Thank you.

Sincerely,



Bobby L. Whitney, Jr.

BLW/dh

Enclosures

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF

BOBBY LEE WHITNEY, JR., P.A.

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DIVISION OF CORPORATIONS
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The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract and legally authorized to practice the profession of law in the State of Florida, hereby proceeds to form a professional corporation in accordance with the Florida Professional Corporation Act, and hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I.

NAME AND LOCATION

The name of the corporation shall be Bobby Lee Whitney, Jr., P.A., and its location shall be Fort Walton Beach, Okaloosa County, Florida, 32547.

ARTICLE II.

PURPOSE AND NATURE OF BUSINESS

The purpose of the corporation and the nature of its business are to engage in the practice of law and more especially in the general practice of law and to render such services as may be ancillary to the foregoing. The corporation may purchase and own real and personal property necessary or appropriate for rendering its professional services and may invest its funds in real estate, mortgages, stocks, bonds and any other type of investments, all in accordance with the provisions of F.S.A. Chapter 621.

ARTICLE III.

DURATION

This corporation shall continue its existence for the maximum period allowed by Florida Law.

ARTICLE IV.

CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 100 shares, having a par value of \$1.00 per share. Such shares shall be of a single class of common stock. None of the shares of the corporation may be issued to anyone other than an individual who is duly licensed to practice law in the State of Florida and is an active member of the Florida Bar in good standing.

ARTICLE V.

ADDRESS AND AGENT

The street address of the principle and initial registered office of the corporation is 608 Camborne Avenue, Fort Walton Beach, Florida, 32547, and the name of its initial registered agent is Bobby Lee Whitney, Jr. The Board of Directors may from time to time move the office to any other address in the State of Florida and change the registered agent.

ARTICLE VI.

DIRECTORS AND SHAREHOLDERS

The corporation shall be managed by a Board of Directors of at least one (1) director. No person shall serve as a director of the corporation unless the person is duly licensed to practice law and is an active member of the Florida Bar in good standing. The directors shall be elected by the shareholders of the corporation. The name and address of the sole shareholder and the sole member of the Board of Directors and the number of shares subscribed to him is as follows:

NAME	ADDRESS	NO. OF SHARES
Bobby Lee Whitney, Jr.	608 Camborne Avenue Fort Walton Beach, FL 32547	100

ARTICLE VII.

RESTRAINT ON ALIENATION

No shareholder may sell or transfer his shares in the corporation, except to another individual who is eligible to be a shareholder of the corporation under Florida law.

ARTICLE VIII.

DISQUALIFICATION

Any officer, shareholder, agent or employee of the corporation who has been rendering professional services to the public for the corporation becoming legally disqualified to render such professional services within Florida or accepts employment that places restrictions or limitations upon his or her continued rendering of such professional services, then the corporation shall require him or her to comply with the Florida Professional Service Corporation Act by severing all employment and financial interest in the corporation.

ARTICLE IX.

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Florida law.

IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation this 15 day of December, 1998.

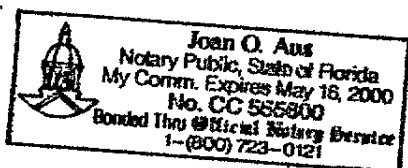

BOBBY LEE WHITNEY, JR.

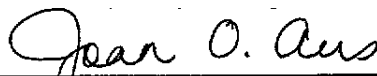
STATE OF FLORIDA

COUNTY OF OKALOOSA

BEFORE ME, personally came and appeared Bobby Lee Whitney, Jr., to me well known and known to me to be the person described in and who executed the foregoing, and acknowledged to and before me that he executed said instrument for purposes therein expressed.

WITNESS my hand and official seal, this the 15th day of December, 1998, in the aforesaid county and state.




NOTARY PUBLIC
My Commission Expires: 5/16/2000

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

Bobby Lee Whitney, Jr., P.A., desiring to organize under the laws of the State of Florida with its principle office in the City of Fort Walton Beach, County of Okaloosa, State of Florida, has named Bobby Lee Whitney, Jr. at 608 Camborne Avenue, Fort Walton Beach, Florida 32547, as its agent to accept service of process within the state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

DATED this 15th day of December, 1998.

BY: 

BOBBY LEE WHITNEY, JR.
REGISTERED AGENT

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SECRETARY OF STATE
DIVISION OF CORPORATIONS