

P98000106975

TRANSMITTAL LETTER

December 21, 1998

FILED
98 DEC 23 PM 12:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

300002720153--9
-12/23/98--01012--005
*****70.00 *****70.00

SUBJECT: PASCO PARALEGAL CORPORATION
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the Articles of Incorporation with Designation of Registered Agent/Registered Office and a check for \$70.00 for the filing fee.

Please file the original articles and remit a copy verified with confirmation of the date and time of filing noted thereon. Thank you for your assistance and attention to this request.

FROM: Donna Nasco
Name (Printed or typed)
38330 Fifth Avenue
Address
Zephyrhills, FL 33541
City, State & Zip
(813) 715-6200
Daytime Telephone Number

DEC 24 1998

SHARON

ARTICLES OF INCORPORATION
OF
PASCO PARALEGAL CORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I
Name

The name of the corporation shall be: **PASCO PARALEGAL CORPORATION.**

ARTICLE II
Initial Principal Office and Mailing Address

The initial principal office and mailing address of this corporation shall be:

38330 Fifth Avenue, Zephyrhills, Florida 33541

ARTICLE III
Capital Stock

The capital stock of this Corporation shall be 7, 500 shares of common stock having a par value of \$1.00 per share. All of said stock shall be payable in cash, or property, other than stock or securities, in lieu of cash, at a just valuation to be determined by the Board of Directors of the Corporation.

ARTICLE IV
Initial Registered Office and Agent

The name and street address of the initial office of the corporation and the initial registered agent at that office is:

Donna Nasco
38330 Fifth Avenue
Zephyrhills, Florida 33541

ARTICLE V
Incorporator

The name and the street address of the incorporator for these articles of incorporation is:
Donna Nasco, 38330 Fifth Avenue, Zephyrhills, FL 33541

FILED
98 DEC 23 PM 12:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

Purpose

The corporation may transact any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE VII

Initial Board of Directors

The initial Board of Directors of the Corporation shall consist of one (1) director. The name and address of the initial Board of Directors is:

Name

Address

Donna Nasco

38330 Fifth Avenue, Zephyrhills, FL 33541

ARTICLE VIII

Board of Directors

The business of the Corporation shall be managed by its Board of Directors. The number of Directors shall be as provided in the Bylaws of the Corporation but shall never be less than one (1). Except as limited by these Articles of Incorporation or the Bylaws of the Corporation, the directors shall have all powers granted to them by Florida law.

ARTICLE IX

Power to Restrict Transfer of Shares

The shareholders of the Corporation shall have the power to include in the Bylaws any regulatory or restrictive provisions adopted by a two-thirds majority of the shareholders of the Corporation regarding the proposed sale, transfer or other disposition of any outstanding stock of the Corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions and details thereof, shall be determined by the shareholders of the Corporation. Every certificate representing shares which are so restricted shall state that such shares are restricted as to transfer and shall set forth or fairly summarize upon the certificate, or shall state that the Corporation will furnish to any shareholder upon request and without charge a full statement of, such restrictions.

ARTICLE X

Bylaws

The power to adopt, alter, amend or repeal Bylaws of the Corporation shall be vested in

the Board of Directors and the shareholders. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group except that any Bylaws adopted by the shareholders may provide that it can only be altered, amended or repealed by the shareholders.

ARTICLE XI
Amendment

The power to amend or repeal the Articles of Incorporation may be exercised in the manner provided by the Florida Business Corporation Act, as follows:

A. A resolution of the Board of Directors setting forth the proposed change may be submitted to the shareholders at a shareholders' meeting, if notice of the changes to be made is given; and shall be adopted on receiving the affirmative vote of the holders of a majority of the shares entitled to vote thereon;

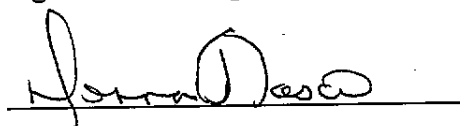
B. All the directors and all the shareholders of the Corporation eligible to vote may sign a written statement manifesting their intention that the change shall thereby be adopted;

C. The shareholders may amend or appeal these Articles of Incorporation without an act of the directors at a meeting for which notice of the changes to be made is given; or

D. If no shares have been issued, these Articles of Incorporation may be amended or repealed by the affirmative vote of the majority of the directors.

The undersigned incorporator has executed these Articles of Incorporation this December 21, 1998.

Signature of Incorporator:



Donna Nasco
Typed Name of Incorporator Signing

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED 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: **PASCO PARALEGAL CORPORATION**

2. The name and address of the registered agent and office is:

**DONNA NASCO
38330 Fifth Avenue
Zephyrhills, Florida 33541**

FILED
98 DEC 23 PM 12:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.


(SIGNATURE)

12-21-98
(DATE)