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FLORIDA PROFIT CORPORATION OR P.A.

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MCKEOWN AND ASSOCIATES, P.A.

Certificate of Status	0
Certified Copy	1
Page Count	07
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ARTICLES OF INCORPORATION

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

MCKEOWN AND ASSOCIATES, P.A.

The undersigned, a natural person competent to contract, who is licensed in this State and is legally authorized to offer professional services, for the purpose of forming a corporation under the General Corporation Act, hereby adopts the following articles of Incorporation.

ARTICLE ONE

NAME

The name of this professional service corporation is MCKEOWN AND ASSOCIATES, P.A.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The purpose for which this corporation is organized is for any lawful business for which professional service corporations may be incorporated under the General Corporation Act including, but not limited to:

The practice of law by graduate lawyers licensed to practice in the State of Florida, the furnishing of related services and the lease or purchase of such real and personal property as is

Propared by: Suzanne K. McKeown, Esq. 1601 Forum Place, Suite 1010 West Palm Boach, FL 33401 (561) 832-5650 FBNO. 0158364

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necessary for the rendering of this practice.

The investment of funds in real estate, mortgages, stocks, bonds, or any other type of investment.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes another evidences of indebtedness, and execute such mortgages, transfer of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of, merge, or consolidate with any other domestic corporation engaged in the same character of professional service.

The redemption, purchase, retention, sale and transfer of its own in capital stock.

The creation of employee benefit plans and trusts incidental thereto.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is five (5) shares, all of which shall be common shares with a nominal or par value of One (\$1.00) Dollar.

ARTICLE FIVE

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$100.00.

ARTICLE SIX

ADDRESS PRINCIPAL OFFICE

The initial office address of the principal office of this

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ARTICLES OF IMCORPORATION MCKROWN AND ASSOCIATES, P.A. PAGE -1-

corporation in the State of Florida is Centurion Tower, Suite 1010, 1601 Forum Place, West Palm Beach, Florida, 33401. The stockholders may from time to time move the principal office to any other address in Florida.

ARTICLE SEVEN

INITIAL REGISTERED OFFICE

The street address of the initial registered office of the corporation is 1601 Forum Place, Centurion Tower, Suite 1010, West Palm Beach, Florida 33401, and the name of the initial registered agent is Suzanne K. McKeown.

ARTICLE EIGHT

STOCKHOLDERS

This corporation shall be managed by stockholders of the corporation rather than a Board of Directors.

ARTICLE NINE

INITIAL STOCKHOLDER

The name and office address of the initial stockholder is:

Suzanne K. McKeown 1601 Forum Place Centurion Tower, Suite 1010 West Palm Beach, FL 33401

ARTICLE TEN

<u>SUBSCRIBERS</u>

The name and office address of each subscriber of these Articles of Incorporation, the number of shares of stock each subscriber agrees to take, and the value of the consideration therefor are:

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ARTICLES OF INCORPORATION MCKEONS AND ASSOCIATES, P.A. PAGE -4-

Suzanne K. McKeown 1601 Forum Place Centurion Tower, Suite 1010 West Palm Beach, FL 33401

> Number of shares: 5 Consideration: \$5.00

ARTICLE ELEVEN

OWNERSHIP OF CAPITAL STOCK

No stock in this corporation shall be issued to anyone other than an individual who is a graduate lawyer licensed to practice in the State of Florida.

ARTICLE TWELVE

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Shareholders.

ARTICLE THIRTEEN

SHAREHOLDER QUORUM AND VOTING

Fifty-One percent (51%) of the shares entitled to vote, represented in person or by proxy shall constitute a quorum at a meeting of shareholders.

ARTICLE FOURTEEN

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Suzanne K. McKeown Centurion Tower, Suite 1010 1601 Forum Place West Palm Beach, FL 33401 ARTICLES OF INCORPORATION HOMEOUN AND ASSOCIATES, P.A.

ARTICLE FIFTEEN

COMMENCEMENT OF EXERCISE

The corporation shall be deemed to commence its existence on January 1, 1999.

ARTICLE SIXTEEN

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions 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, I have subscribed my name this 23RD day of December, 1998.

STATE OF FLORIDA COUNTY OF PALM BEACH

on this 2300 day of DECEMBER, 1998, before me, the undersigned officer, personally appeared Suzanne K. McKeown, who is personally known to me to be the person whose name is subscribed to the within instrument, and who did take an oath, and acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official.

Notary Public, State of Florida

TYPE, PRINT OR STAMP: Name:

Commission No.: Commission Expires:

A May Commission CC858903 Expires June 25, 2001

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DESIGNATION OF REGISTERED AGENT

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That MCKEOWN AND ASSOCIATES, P.A., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 1601 Forum Place, Centurion Tower, Suite 1010, West Palm Beach, FL 33401, has named Suzanne K. McKeown, of 1601 Forum Place, Centurion Tower, Suite 1010, West Palm Beach, Florida 33401, County of Palm Beach, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for MCKEOWN AND ASSOCIATES, P.A., designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Suzanne K. McKeown Registered Agent

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SECRETARY OF STATE
SECRETARY OF FLORIDA