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ACCOUNT NO. : 072100000032

REFERENCE : 082181 8649A

AUTHORIZATION : Patricia Pujato

COST LIMIT : \$ 78.75

ORDER DATE : December 29, 1998

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ORDER TIME : 3:28 PM

ORDER NO. : 082181-015

CUSTOMER NO: 8649A

CUSTOMER: Steven Labret, Esq  
STEVEN MICHAEL LABRET, P.A.  
STEVEN MICHAEL LABRET, P.A.  
226 Hillcrest Street

Orlando, FL 32801-1243

DOMESTIC FILING

NAME: MICHAEL A. MILLER, P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

g 12/30/98

RECEIVED  
DEC 29 PM 4:19  
DIVISION OF CORPORATIONS

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 DEC 29 AM 9:21

ARTICLES OF INCORPORATION  
OF  
MICHAEL A. MILLER, P.A.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 DEC 29 AM 9:21

The undersigned, acting as Incorporator(s), desiring to form a Professional Service Corporation for profit pursuant to Chapter 607 of the Florida General Corporation Act and Chapter 621 of the Florida Professional Services Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

Article I - Name

The name of this corporation is MICHAEL A. MILLER, P.A.

Article II - Duration

This corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually unless dissolved by operation of law.

Article III - General Purpose

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

a. To engage in every aspect in the practice of law, and all its fields of specialization, as are engaged in by lawyers.

b. To engage and render the professional services involved only through its officers, agents and employees who shall be lawyers in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.

c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.

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

e. 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 IV - Capital Stock

A. This corporation is authorized to issue One Hundred Thousand (100,000) shares of capital stock, which shall be designated Common Shares with a par value of one cent (\$.01).

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

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock in this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 226 Hillcrest Street, Orlando, Florida 32801; and the name of the initial registered agent of this corporation at that address is STEVEN MICHAEL LABRET.

Article VII - Initial Board of Directors

A. This corporation shall have one (1) director(s) initially.

B. The number of directors of this corporation may be increased or decreased from time to time pursuant to By-Laws adopted by the shareholders, but shall never be less than one (1).

C. The name and address of the initial members of the Board of Directors who shall hold office until their successors are duly elected and have qualified are:

<u>Name</u>	<u>Address</u>
Michael A. Miller, Esq.	790 N. Orange Avenue Orlando, FL 32802

Articles VIII - Incorporator

The name and address of the Incorporator of this corporation is:

<u>Name</u>	<u>Address</u>
Steven M. LaBret	226 Hillcrest Street Orlando, Florida 32801

Article IX - Severance and Termination of Employment

If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

Articles X - By-Laws

The power to adopt, alter or repeal by-laws shall be vested in the Board of Directors.

Article XI - Indemnification

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the Florida General Corporate Act.

Article XII - Amendment

The 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 shareholder is subject to this reservation.

Article XIII - Corporate Office

That principal office of the business is at 790 N. Orange Avenue, Orlando, FL 32802.

IN WITNESS WHEREOF, the undersigned has executed these Articles at Orlando, Florida, this 28 day of December, 1998.

  
STEVEN MICHAEL LABRET

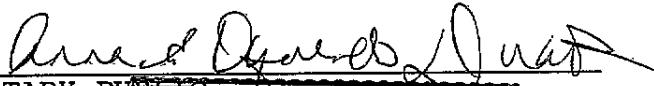
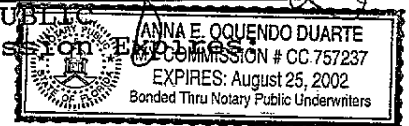
STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 28  
day of December, 1998, by **Steven Michael LaBret**, who:

[  ] is (or are) personally known to me, or


[  ] has produced \_\_\_\_\_ as identification and who  
did (did not) take an oath.

And he acknowledged before me that he read and executed the same  
and that the facts contained therein are true and correct.

  
NOTARY PUBLIC  
My Commission Expires  


ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent for the above stated  
corporation at the place designated in the Articles of  
Incorporation, I hereby agree to comply with the provisions of all  
statutes relative to the proper and complete performance of my  
duties.

  
STEVEN MICHAEL LABRET  
Registered Agent

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DIVISION OF CORPORATIONS  
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