

P99000003771
M. THOMAS LOBASZ, ESQ.
ATTORNEY AT LAW

CLEARLAKE PLAZA, SUITE 800.
500 SOUTH AUSTRALIAN AVE.
WEST PALM BEACH, FL 33401
PHONE: (561) 833-4281
FAX: (561) 833-4524

2402 CLEVELAND ST.
TAMPA, FL 33609
PHONE: (813) 254-2209
FAX: (813) 254-2948

West Palm Beach

January 7, 1999

TRANSMITTAL LETTER

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

Subject: **M. Thomas Lobasz, P.A.**

Enclosed is an original and one copy of the articles of incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation.

Please provide a certificate of status and a certified copy of same.

100002736651--6
-01/11/99-01038-017
*****78.75 *****78.75

A check for \$78.75 is enclosed. This represents payment for:

Articles of Incorporation	\$35.00
Designation of and Acceptance by a Registered Agent	35.00
Certificate of Status	8.75

FROM:

M. Thomas Lobasz

99 JAN 11 PM 2:35
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OB
1-13-99
8

ARTICLES OF INCORPORATION

OF

M. THOMAS LOBASZ, P.A.,

a Florida corporation

FILED
99 JAN 11 PM 2:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person, competent and duly licensed to practice law in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida Business Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

Article I

Name

The name of the corporation is M. THOMAS LOBASZ, P.A.

Article II

Duration

This corporation shall have a perpetual existence.

Article III

Principal Office

The principal office location of the corporation and the mailing address of the corporation is 500 S. Australian Ave., Suite 800, West Palm Beach, Florida 33401.

Article IV

Purpose

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

- a. To engage in every aspect of the practice of law, and all its fields of specializations, as are engaged in by attorneys at law.
- b. To engage and render the professional services involved only through its officers, agents and employees who shall be attorneys at law in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.
- c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law, and to own all real and personal property necessary in the conduct of the business of this corporation.
- 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 V

Capital Stock

This corporation is authorized to issue 1,000 shares of ONE DOLLAR (\$1.00) par value common stock. Shares of the corporation's stock and certificates shall be issued only to attorneys

at law 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 VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 500 S. Australian Ave., Suite 800, West Palm Beach, Florida 33401, and the name of the initial registered agent of this corporation at the address is M. Thomas Lobasz.

Article VII

Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one

(1). The name and address of the initial directors of this corporation is:

<u>Name</u>	<u>Address</u>
M. Thomas Lobasz	500 S. Australian Ave., Suite 800 West Palm Beach, FL 33401

Article VIII

Incorporators

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

<u>Name</u>	<u>Address</u>
M. Thomas Lobasz	500 S. Australian Ave., Suite 800 West Palm Beach, FL 33401

Article XI

Powers

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act, except to the extent same are in conflict with the provisions of the Florida Professional Service Corporation Act.

Article X

Shareholder Disqualification

If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services in the State of Florida for which the corporation is organized, or accepts employment that places restrictions or limitations on her continued rendering of such professional services, he shall forthwith sever 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, 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 while held by such disqualified shareholder.

Article XI

Indemnification

This corporation shall indemnify its officers and directors, and may indemnify its employees and agents, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, from and against any and all

of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office. Such indemnification shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs and personal representatives of such a person. An adjudication of liability shall not affect the right to indemnification for those indemnified.

Article XII

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 shareholder(s) is subject to this reservation.

Article XIII

Bylaws

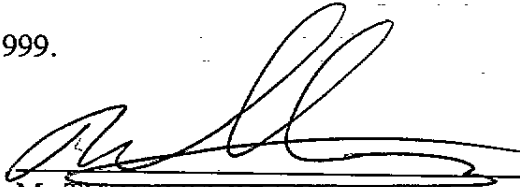
The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the Board of Directors.

Article XIV

Beginning of Corporate Existence

The date when corporate existence shall begin shall be the date of filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4th day of January, 1999.

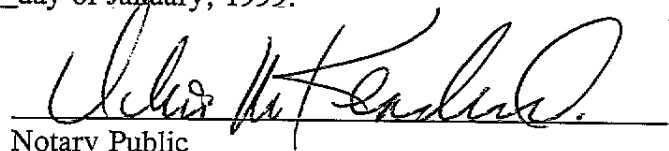

M. THOMAS LOBASZ
Incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared M. THOMAS LOBASZ, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 4th day of January, 1999.


Notary Public
My Commission Expires:

(NOTARIAL SEAL)



OLIVIA M KENDRICK
My Commission CC488660
Expires Aug. 15, 1999

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

FILED
99 JAN 11 PM 2:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

THAT M. THOMAS LOBASZ, P.A. DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS AT THE CITY OF WEST PALM BEACH, STATE OF FLORIDA, NAMES AND
DESIGNATES M. THOMAS LOBASZ, LOCATED AT 500 S. AUSTRALIAN AVE., SUITE
800, WEST PALM BEACH, FLORIDA 33401, AS ITS AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.

SIGNATURE


M. THOMAS LOBASZ

TITLE INCORPORATOR

DATE January 4, 1999

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY
WITH PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.

SIGNATURE


M. THOMAS LOBASZ

(REGISTERED AGENT)

DATE January 4, 1999