

TRANSMITTAL LETTER

P99000020123

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

SUBJECT: DURHAM PROFESSIONAL SERVICES, INC.
(Proposed corporate name - must include suffix)

800002790858--3
-03/01/99--01125--004
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: PATRICIA E. DURHAM
Name (Printed or typed)

2105 COOL SPRINGS ROAD # PH
Address

TAMPA, FLORIDA 33604
City, State & Zip

(813) 933-8793
Daytime Telephone number

99 MAR - 1 PM 3: 34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

NOTE: Please provide the original and one copy of the articles.

SD
3/4

ARTICLES OF INCORPORATION
OF
DURHAM PROFESSIONAL SERVICES, INC.

FILED
99 MAR - 1 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a profit corporation (the "**Corporation**") under the Florida Business Corporation Act (the "**Act**"), as follows:

I.
Name

The name of the Corporation is **DURHAM PROFESSIONAL SERVICES, INC.**

II.
Term of Existence

The Corporation's existence commences on the date of the filing of these Articles of Incorporation with the Department of State of the State of Florida. The Corporation will have perpetual existence thereafter.

III.
Principal Office

The principal office address of the Corporation is **2105 Cool Springs Road, #P4, Tampa, FL 33604**. The mailing address of the Corporation is **P. O. Box 9113, Tampa, FL 33674-9113**.

IV.
Capital Stock

The Corporation is authorized to issue **500** shares of **\$1.00** par value common stock, which will be designated Common Stock.

V.
Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is **2105 Cool Springs #P4, Tampa, FL 33604** and the name of its initial registered agent at such address is **Patricia E. Durham**.

VI.
Directors

The Corporation will have two (2) directors initially. The number of directors may be increased or decreased from time to time as provided in the bylaws of the Corporation, provided that the Corporation will always have at least one (1) director. The names and addresses of the initial directors of the Corporation, who will serve until their successor(s) are duly elected and qualified, are:

| <u>Name</u> | <u>Address</u> |
|---------------------------|--|
| William H. Durham | P. O. Box 9113 Tampa, FL 33674-9113 |
| Patricia E. Durham | P. O. Box 9113 Tampa, FL 33674-9113 |

VII.
Incorporator

The name and address of the incorporator signing these Articles of Incorporation are:

| <u>Name</u> | <u>Address</u> |
|---------------------------|--|
| Patricia E. Durham | P. O. Box 9113 Tampa, FL 33674-9113 |

VIII.
Bylaws

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

IX.
Indemnification

The Corporation will indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.

X.
Amendment

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 25th day of February, 1999.

Patricia E. Durham

Patricia E. Durham, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I am familiar with and accept my obligations as registered agent and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: February 25, 1999.

Patricia E. Durham

Patricia E. Durham

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED