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REPLY TO:
Orlando

P99000068888

July 27, 1999

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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*****78.75 *****78.75

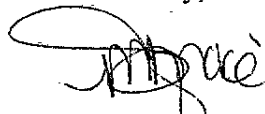
Re: Sheila A. Miller, P.A.

Dear Sir/Madam:

Enclosed please find Articles of Incorporation of Sheila A. Miller, P.A. to be filed with your office together with a check in the amount of \$78.75 to cover the filing fee and certified copy. Please file these Articles and forward the certified copy to my attention.

Thank you for your assistance in this matter. Should you have any questions or comments, please contact me at the above number.

Sincerely,



M. Deborah Fricke
Corporate Legal Assistant

:df
enclosures

FILED
99 JUL 28 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TS 8/3/99

ARTICLES OF INCORPORATION

OF

SHEILA A. MILLER, P.A.

The undersigned Incorporator to these Articles of Incorporation, a person competent to contract, hereby forms a professional service corporation under Chapter 621 of the Florida Statutes and applicable laws.

ARTICLE I

NAME

The name of this Corporation is:

SHEILA A. MILLER, P.A.

ARTICLE II

NATURE OF BUSINESS

The nature of the business to be transacted by this Corporation is to practice real estate in the State of Florida, pursuant to Chapter 475 of the Florida Statutes and applicable laws, through its officers, employees and agents, who are duly licensed and legally authorized to render such professional services within this state.

ARTICLE III

CAPITAL STOCK

The authorized capital stock of this Corporation and the maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share. Such common stock shall not be alienated nor redeemed by the Corporation except as specifically provided by the By-Laws of the Corporation.

ARTICLE IV

TERM OF EXISTENCE

The effective date upon which this Corporation shall come into existence shall be July 28, 1999, and it shall exist perpetually thereafter unless dissolved according to law.

99 JUL 28 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT; INITIAL CORPORATE OFFICE

The street address and mailing address of the initial corporate office of this Corporation is 803 North Lake David Drive, Orlando, Florida 32806. The initial registered office of this Corporation is 250 Park Avenue South, 5th Floor, Winter Park, Florida 32789 and the name of the initial registered agent of this Corporation at that address is Nancy S. Freeman.

ARTICLE VI

DIRECTORS

- A. The initial number of Directors of this Corporation shall be one (1).
- B. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the Shareholders in accordance with the By-Laws of this Corporation.
- C. Nothing in this Article shall be construed to preclude the Directors from serving the Corporation in any other capacity and receiving compensation therefor.
- D. The name and street address of the initial member of the Board of Directors, to hold office until the first annual meeting of the Shareholders of this Corporation or until his successor is elected or appointed and has qualified, is:

<u>Name</u>	<u>Address</u>
Sheila A. Miller	803 North Lake David Drive Orlando, Florida 32806

E. Any Director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the Shareholders of this Corporation, for any cause deemed sufficient by such Shareholders.

F. In case one or more vacancies shall occur in the Board of Directors by reason of death, resignation or otherwise, the vacancies shall be filled by the Shareholders of this Corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining Directors until the Shareholders have acted to fill the vacancy.

ARTICLE VII

INCORPORATOR

The name and street address of the Incorporator signing these Articles is:

<u>Name</u>	<u>Address</u>
Nancy S. Freeman	250 Park Avenue South 5th Floor Winter Park, Florida 32789

ARTICLE VIII

AMENDMENT

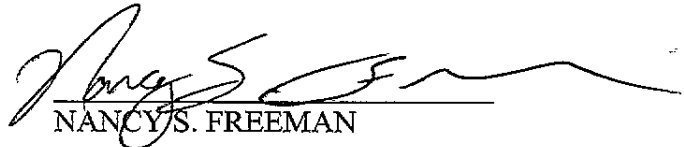
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the Shareholders and approved at a Shareholders' meeting by a majority of the stock issued and entitled to vote, unless all the directors and all the Shareholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE IX

COMPLIANCE WITH PROFESSIONAL
SERVICE CORPORATION ACT

These Articles of Incorporation shall be construed so as to comply in all respects with the provisions of the Florida Professional Service Corporation Act as the same now exists or may from time to time be amended.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation the 27 day of July, 1999.


NANCY S. FREEMAN

STATE OF FLORIDA

COUNTY OF ORANGE

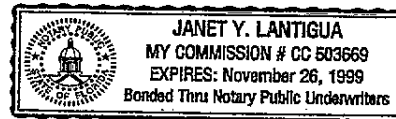
The foregoing instrument was acknowledged before me this 27 day of July, 1999, by Nancy S. Freeman, who is personally known to me or presented _____ as identification.

Janet Y. Lantigua
NOTARY SIGNATURE

Janet Y. Lantigua
NOTARY NAME PRINTED

Notary Public: State of Florida

My Commission expires:



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as the initial Registered Agent of SHEILA A. MILLER, P.A.

Nancy S. Freeman
NANCY S. FREEMAN