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WILLIAM E. CURPHEY
411 RYE ROAD
BRADENTON, FLORIDA 34202
Email: ryecreek@gateway.net

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

100002991191--3
-09/20/99-01095--009
*****78.75 *****78.75

In re: Incorporation of William E. Curphey & Associates, P.A.

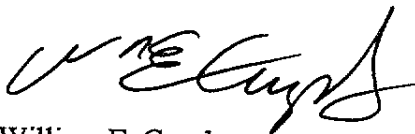
Dear Secretary of State:

Enclosed for filing, please find the Articles of Incorporation of William E. Curphey & Associates P.A. and Certificate of Designation of registered agent.

Also enclosed is my check for \$78.75 filing fee. Please return one copy to me for my records.

Thank you.

Sincerely,



William E. Curphey

FILED
99 SEP 20 PM 12:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
9-17-99

Enclosures: Articles of Incorp.
Cert. of designation

T BROWN SEP 22 1999

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EFFECTIVE DATE
9-17-99

**ARTICLES OF INCORPORATION OF
WILLIAM E. CURPHEY & ASSOCIATES, P.A.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Florida corporation under the Florida Professional Service Corporation and Limited Liability Company Act, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name of this corporation is **WILLIAM E. CURPHEY & ASSOCIATES, P.A.** (the "Corporation").

ARTICLE II. PURPOSE AND NATURE OF BUSINESS

The purpose of the Corporation and the nature of its business are as follows:

1. To engage in the practice of law as a professional service corporation and to provide services incident thereto.
2. To own property, enter into contracts and carry on any activity necessary or incidental to the accomplishment or furtherance of the purpose of this Corporation.
3. The services of this Corporation, which consist of the practice of law and shall be carried out only through officers, employees and agents who are licensed in Florida to render such services.
4. To do everything necessary, proper or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act incidental thereto which is not forbidden by the laws of the State of Florida or by the provisions of these Articles of Incorporation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 10,000 shares having a par value of \$.001 per share. Such shares shall be of a single class of common stock. None of the shares of the Corporation may be issued to anyone other than an individual who is duly licensed to practice law in the State of Florida.

ARTICLE IV. EFFECTIVE DATE AND DURATION

Pursuant to Section 607.0203(1) of the Florida Statutes, the Corporation's existence shall begin on September 7, 1999. The Corporation shall have perpetual existence.

ARTICLE V. ADDRESS AND AGENT

The street address of the principal office of the Corporation is 411 Rye Road, Bradenton, Florida, 34202. The Corporation's initial registered agent's address is 411 Rye Road, Bradenton, Florida, 34202 and the registered agent at that address is William E. Curphey. The Board of Directors may from time to time move the principal office to any other address in the State of Florida and change the registered agent's address.

ARTICLE VI. DIRECTORS

The Corporation shall be managed by a Board of Directors of at least one (1) Director. No person shall serve as a Director of the Corporation unless the person is duly licensed to practice law in the State of Florida and in good standing. The Directors shall be elected by the shareholders of the Corporation. The name and street address of the person who is to serve as a member of the initial Board of Directors are as follows:

NAME	ADDRESS
William E. Curphey	411 Rye Road Bradenton, Florida 34202

ARTICLE VII. INCORPORATOR

The name and address of the incorporator of this Corporation are as follows:

NAME	ADDRESS
William E. Curphey	411 Rye Road Bradenton, Florida 34202

ARTICLE VIII. RESTRAINT OF ALIENATION

No shareholder may sell or transfer his or her shares in the Corporation except to another individual who is eligible to be a shareholder of the Corporation under Florida law.

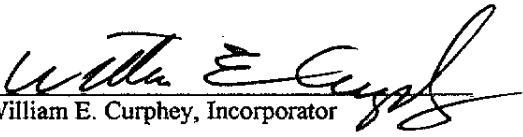
ARTICLE IX. DISQUALIFICATION

If any officer, shareholder, agent or employee of the Corporation who has been rendering professional service to the public for the Corporation becomes legally disqualified to render such professional services within Florida or accepts employment that places restrictions or limitations upon his or her continued rendering of such professional services, then the Corporation shall require him or her to comply with the Florida Professional Service corporation and Limited Liability Company Act by severing all employment with and financial interests in the Corporation.

ARTICLE 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 this 17th day of September, 1999.


William E. Curphey, Incorporator

CERTIFICATE OF DESIGNATION

FILED
99 SEP 20 PM 12:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is William E. Curphey & Associates, P.A.
2. The name and address of the registered agent and office is:

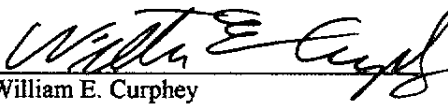
William E. Curphey
411 Rye Road
Bradenton, Florida 34202



William E. Curphey
Incorporator

DATE: September 15th, 1999

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.



William E. Curphey
Registered Agent

DATE: September 15th, 1999