

999000087195

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H99000024769 4)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : GUNSTER, YOAKLEY, ETAL. (WEST PALM BEACH)
Account Number : 076117000420
Phone : (561) 650-0728
Fax Number : (561) 655-5677

FLORIDA PROFIT CORPORATION OR P.A.

J. Michael Tabor, P.A.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

99 OCT - 1 AM 8:55

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Electronic Filing Menu

Corporate Filing

Public Access Help

H99000024769 4

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT -1 AM 8:55

ARTICLES OF INCORPORATION
OF
J. MICHAEL TABOR, P.A.

The undersigned subscriber to these Articles of Incorporation, being an attorney at law duly licensed to render legal services under the laws of the State of Florida, hereby presents these Articles for the formation of a corporation under the Professional Service Corporation Act, and other laws of the State of Florida.

1. Name. The name of the Corporation J. Michael Tabor, P.A. (the "Corporation").

2. Nature of Business. The general nature of the business to be transacted by the Corporation is:

(a) To engage in every phase and aspect of the business of rendering legal services to the public that an attorney-at-law, duly licensed under the laws of the State of Florida, is authorized to render, provided such legal services shall be rendered only through officers, employees, and agents who are duly licensed or otherwise legally authorized under the laws of the State of Florida to render legal services.

(b) To invest the funds of the Corporation in real estate, mortgage, stocks, bonds or any other type of investments, and to own real and personal property necessary for the rendering of professional legal services.

(c) To do everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association

H99000024769 4

H99000024769 4

with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of the Corporation.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of the Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of the Corporation otherwise permitted by law.

3. Capital Stock. The Corporation is authorized to issue 1,000 shares of common stock having a par value of \$0.10 per share. None of the shares of the Corporation may be issued to anyone other than an individual duly licensed to render legal services in the State of Florida.

4. Duration. The Corporation shall have perpetual existence.

5. Address. The initial principal place of business and mailing address of this Corporation shall be: 7304 Geminata Road, Palm Beach Gardens, FL 33418..

6. Registered Office and Agent. The street address of the initial registered office of this Corporation is 7304 Geminata Road, Palm Beach Gardens, FL 33418, and the name of the initial registered agent of the Corporation at that address is J. Michael Tabor.

7. Directors. This corporation shall have one 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 director of this corporation is:

J. Michael Tabor
7304 Geminata Road
Palm Beach Gardens, FL 33418

8. Incorporator. The name and street address of the person signing the Articles of

H99000024769 4

Incorporation, who is an attorney at law licensed under the State of Florida to render services as such, is:

J. Michael Tabor
7304 Geminata Road
Palm Beach Gardens, FL 33418

9. Voting Trusts. No shareholder of the Corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his or her shares.

10. Restraint on Alienation of Shares. If any shareholder shall become legally disqualified to practice law in the State of Florida, or accepts employment that places restrictions or limitations upon his or her continuous rendering of such professional services, such shareholder's shares of stock shall immediately become subject to purchase in accordance with the then current form of Shareholders Agreement entered into by the shareholders.

11. Corporate Powers. This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act, except to the extent that any provision of such act is in conflict with the Florida Professional Service Corporation Act, except to the extent that any provision of such act is in conflict with the Florida Professional Service Corporation Act, in which case such Florida Professional Service Corporation Act shall prevail.

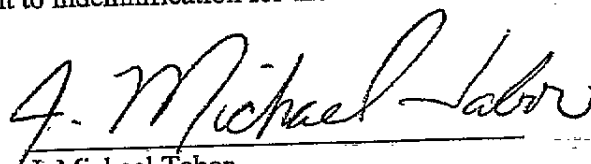
12. Amendment. This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

13. Bylaws. Bylaws may be adopted, altered, amended, or repealed by either the

H99000024769 4

shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by the shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the directors.

14. 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, except to the extent that any provision of such act is in conflict with the Florida Professional Service Corporation Act, in which case such Florida Professional Services Corporation Act shall prevail, 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.


J. Michael Tabor

Dated: 9/7/99

H99000024769 4

H99000024769 4

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for J. Michael Tabor, P.A., a Florida professional association, (the "Corporation"), in the foregoing Articles of Incorporation, I, on behalf of the Corporation, hereby am familiar with and agree to accept the duties and responsibilities as registered agent for said Corporation and to comply with any and all Florida Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:

J. Michael Tabor
J. Michael Tabor

Dated: 9/7/99

437861.1

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT -1 AM 8:55