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FILED

99 NOV 12 AM 10:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 4, 1999

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

900003043029--3
-11/12/99--01086--005
*****78.75 *****78.75

EFFECTIVE DATE

11-4-99

Re: **WALLACE LAW FIRM, P.A.**

Dear Madam or Sir:

Enclosed please find the original Articles of Incorporation for the above referenced corporation. Also enclosed is a check in the amount of \$78.75 to cover the following:

Filing Fee	\$ 35.00
Certified Copy Fee	8.75
Registered Agent Fee	<u>35.00</u>
	\$ 78.75

I would appreciate your filing the original Articles, certifying a copy, and returning the certified copy to me as soon as possible. Thank you.

Sincerely,



Michael R. Wallace

Enclosures

PH 11/15/99

**ARTICLES OF INCORPORATION
OF
WALLACE LAW FIRM, P.A.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida Business Corporation act, adopt the following articles of incorporation:

**ARTICLE ONE
NAME**

EFFECTIVE DATE

11-4-99

The name of the professional corporation is WALLACE LAW FIRM, P.A.

**ARTICLE TWO
PRINCIPAL OFFICE/MAILING ADDRESS**

The street address of the initial principal office is: 5000 Culbreath Key Way , Suite 9219, Tampa, Florida 33611.

The mailing address of this professional corporation is: Post Office Box 14206, Tampa, Florida 33690.

**ARTICLE THREE
CORPORATE DURATION/EFFECTIVE DATE**

The duration of the corporation is perpetual. The effective date of incorporation is November 4, 1999.

**ARTICLE FOUR
PURPOSE**

This corporation is organized for the following purposes:

- a. To engage in the practice of law as a professional law corporation and to carry on services incident to the practice of law. The practice of law is the sole and exclusive professional service to be rendered by this corporation..
- b. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

The professional services of this corporation shall be carried out only through officers, employees and agents, each of whom has been admitted to the bar of, and is duly authorized to practice law in, the State of Florida.

ARTICLE FIVE CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is one thousand (1000) shares. Such shares shall be of a single class, and shall be without par value.

ARTICLE SIX REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of the corporation is 5000 Culbreath Key Way, Suite 9219, Tampa, Florida 33611, and the name of the initial registered agent at such address is Michael R. Wallace.

ARTICLE SEVEN DIRECTORS

The number of directors constituting the corporation's initial board of directors is one (1). The name and address of each person who is to serve as a member of the initial board of directors is:

Michael R. Wallace	5000 Culbreath Key Way Suite 9219 Tampa, Florida 33611
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ARTICLE EIGHT INCORPORATORS

The name and address of each incorporator is:

Michael R. Wallace	5000 Culbreath Key Way, Suite 9219 Tampa, Florida 33611
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EXECUTED by the undersigned in Tampa, Florida on November 4, 1999.


MICHAEL R. WALLACE

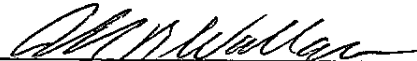
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT and REGISTERED OFFICE**

Pursuant to the provisions 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 and registered agent, in the State of Florida.

1. The name of the corporation is WALLACE LAW FIRM, P.A.
2. The name and address of the initial registered agent and office is:

MICHAEL R. WALLACE
5000 Culbreath Key Way, Suite 9219
Tampa, Florida 33611

Date: 11-4-99

By: 
Michael R. Wallace, Incorporator

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TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT OF APPOINTMENT

Having been named as registered agent and to accept service of process for the above stated professional 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 provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: 11-4-99

By: 
Michael R. Wallace