

TRANSMITTAL LETTER

P99000110542

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

SUBJECT: Joseph B. Mizereck + Associates, Inc.  
(Proposed corporate name - must include suffix)

400003079564--1  
-12/23/99--01056--021  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

<input type="checkbox"/> \$70.00 Filing Fee	<input checked="" type="checkbox"/> \$78.75 Filing Fee & Certificate of Status	<input checked="" type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
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**ADDITIONAL COPY REQUIRED**

FROM: Matt Mathews  
Name (Printed or typed)

810 Thomasville Road  
Address

Tallahassee 32303  
City, State & Zip

850 681 9303  
Daytime Telephone number

FILED  
99 DEC 23 PM 1:54  
TALLAHASSEE, FLORIDA

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

ARTICLES OF INCORPORATION  
OF

JOSEPH B. MIZERECK & ASSOCIATES, INC.

FILED  
99 DEC 23 PM 1:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with the requirements of Chapter 607, Florida Statutes (1999), the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation ("Corporation") is Joseph B. Mizereck & Associates, Inc.

ARTICLE II

The existence of the Corporation shall begin upon the filing of these Articles.

ARTICLE III

The mailing address and the street address of the principal office of the Corporation is 601 Litchfield Road, Tallahassee, Florida 32312.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1000, par value \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 601 Litchfield Road, Tallahassee, Florida 32312. The initial registered agent for the Corporation at that address is Joseph B. Mizereck, who is also the incorporator of this Corporation.

ARTICLE VI

This corporation shall not have more than 35 shareholders, and each shareholder must be an individual, a decedent's estate or a trust authorized by the Internal Revenue Code to own "S" Corporation stock.

ARTICLE VII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE VIII

The initial shareholder and sole owner of the Corporation shall be Joseph B. Mizereck.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on \_\_\_\_\_:

Incorporator: Joseph B. Mizereck  
JOSEPH B. MIZERECK

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Joseph B. Mizereck & Associates, Inc., at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position under 607.0501(3), Florida Statutes (1999).

Registered Agent: Joseph B. Mizereck  
JOSEPH B. MIZERECK  
Date: 12.22.99