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THE UNITED STATES  
CORPORATION  
COMPANY

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 531236 11440A

AUTHORIZATION : Patricia Pijet

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ORDER DATE : December 28, 1999

ORDER TIME : 12:34 PM

ORDER NO. : 531236-005

CUSTOMER NO: 11440A

100003081961--8

CUSTOMER: Ms. Stephenie A. Fenton  
ROMAN & ROMAN, P.A.  
ROMAN & ROMAN, P.A.  
Suite #1  
2196 Main Street  
Dunedin, FL 34698

DOMESTIC FILING

NAME: ROMAN ROMAN & ROMAN, P.A., OF  
PASCO COUNTY, FLORIDA

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Carrie Vaught

EXAMINER'S INITIALS: PH 12/28/99

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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RECEIVED

**ARTICLES OF INCORPORATION**  
**OF**  
**ROMAN ROMAN & ROMAN, P.A., of Pasco County, Florida**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned natural persons, who are licensed or otherwise legally authorized to practice the profession of law in the State of Florida, hereby form a professional service corporation in accordance with Chapter 621, Florida Statutes (1999) - the Florida Professional Service Corporation and Limited Liability Company Act, and hereby adopt the following Articles of Incorporation for such corporation.

**Article I - Name**

The name of the corporation is **ROMAN ROMAN & ROMAN, P.A., of Pasco County, Florida**, (hereinafter called the "Corporation").

**Article II - Duration**

The period of the Corporation's duration shall be perpetual or until dissolved on a vote of the shareholders as hereafter provided.

**Article III - Purpose**

The purpose of the Corporation is to practice the profession of law. The sole and exclusive professional service to be rendered by the Corporation is legal service.

**Article IV - Capital Stock**

The total number of shares of capital stock which the Corporation shall be authorized to issue is one thousand (1000) shares. Such shares shall be of a single class of common stock, and shall have a par value of One Dollar (\$1.00) per share.

**Article V - Capitalization**

The amount of capital with which the Corporation will begin to practice the profession of law is not less than Five Hundred Dollars (\$600.00).

**Article VI - Principal Office**

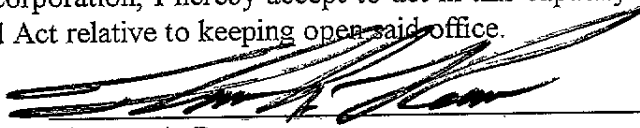
The address of the Corporation's principal office is 2196 Main Street, Suite M, Dunedin, Florida 34698.

Article VII - Registered Agent

The name of the initial registered agent of the Corporation is Thomas A. Roman, and the location of the initial registered agent's office is located at 2196 Main Street, Suite M, Dunedin, Florida 34698.

Acknowledgment of Registered Agent

Having been named to accept service of process for the above-stated Corporation, at the place designated in these Articles of incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



Thomas A. Roman

Article VIII - Corporate Powers

The Corporation shall have all the rights and powers now or hereafter conferred on professional service corporations by the laws of the State of Florida, including, but not limited to, the following: (1) to engage in the practice of law as a professional law corporation and to carry on services incident thereto; and (2) 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 practice of law is the sole and exclusive professional service to be rendered by this Corporation. The professional services of this Corporation shall be carried out only through those of its 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 IX - Subscribers

The name and address of each person signing these Articles of Incorporation as a subscriber is:

<u>Name</u>	<u>Address</u>
Thomas A. Roman	c/o 2196 Main Street, Suite M Dunedin, Florida 34698
Paula C. Roman	c/o 2196 Main Street, Suite M Dunedin, Florida 34698
Peter T. Roman	c/o 2196 Main Street, Suite M Dunedin, Florida 34698

#### Article X - Directors

The Corporation is to be managed by a board of directors. The number of the directors constituting the initial Board of Directors is three (3), and the names and address of the initial directors are:

<u>Name</u>	<u>Address</u>
Thomas A. Roman	c/o 2196 Main Street, Suite M Dunedin, Florida 34698
Paula C. Roman	c/o 2196 Main Street, Suite M Dunedin, Florida 34698
Peter T. Roman	c/o 2196 Main Street, Suite M Dunedin, Florida 34698

Each initial director shall hold office until his or her successor is elected and qualifies as provided in the Bylaws. Thereafter the term of office of each director shall be one (1) year and until the election and qualification of a successor. The number of directors set forth herein and constituting the initial Board of Directors shall be the authorized number of directors until such Directors shall be the authorized number of directors until such number is changed by a bylaw duly adopted by the shareholders.

#### Article XI - Bylaws

The initial directors shall submit the proposed Bylaws to the shareholders at a meeting to be held for that purpose not more than thirty (30) days following the issuance of the Certificate of Incorporation. Following the adoption of Bylaws by the affirmative vote of all of the shareholders, the internal affairs of the Corporation are to be regulated and managed in accordance with such Bylaws.

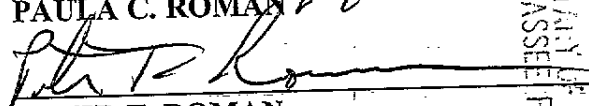
Article XII - Dissolution

The Corporation may be dissolved at any time: (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the Corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the Corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

IN WITNESS WHEREOF, we, the undersigned incorporators of this Corporation, have executed these Articles of Incorporation in Dunedin, Pinellas County, Florida, this 27th day of December 1999.

  
THOMAS A. ROMAN

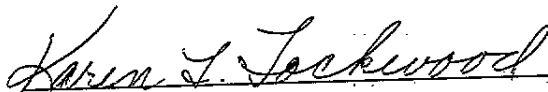
  
PAULA C. ROMAN

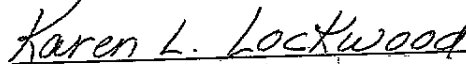
  
PETER T. ROMAN

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TALLAHASSEE  
FLORIDA  
SECRETARY OF STATE

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 27th day of December 1999, by **THOMAS A. ROMAN, PAULA C. ROMAN, and PETER T. ROMAN**, who are personally known to me.

  
Notary Signature

  
Notary Printed Name

My Commission expires:

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Karen L. Lockwood  
MY COMMISSION # CC871543 EXPIRES  
September 17, 2003  
BONDED THRU TROY FAIR INSURANCE, INC.