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The Law Offices of
JAMES C. BANKS

James C. Banks, Esq.
Robert A. Morris, Esq.
Brian S. Hurley, Investigator

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Tallahassee, Florida 32301
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December 28, 1999

Division of Corporations

Attn: Judy

Attached is Articles of Incorporation for this office. Please send whatever the \$87.50 will cover, (i.e. certified copy, certificate of good standing, etc.). I appreciate any help you can give on this.

Thanks so much. By the way, how was the holidays??

Loyce Reeves

APPROVED
AND
FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
JAMES C. BANKS, P.A., ATTORNEY-AT-LAW

APPROVED
AND
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAMES C. BANKS, acting as incorporator of James C. Banks, P.A., ATTORNEY AT LAW, under the Florida Professional Service Corporation Act and Florida General Corporation Act, adopts the following of incorporation.

ARTICLE I

NAME

The name of the corporation shall be:
JAMES C. BANKS, P.A., ATTORNEY AT LAW

ARTICLE II

DURATION

The duration of this Corporation is perpetual.

ARTICLE III

PURPOSE

The general purpose or purposes for which the corporation is organized are as follows:

(1) To engage in every phase and aspect of the business of rendering the same professional services to the public that an attorney and counselor at law duly licensed under the laws of the State of Florida is authorized to render, but such professional services shall be rendered only through the corporation's officers, employees and agents who are duly licenced or otherwise legally authorized under the laws of the State of Florida to practice law in such state.

(2) To transact any or all other lawful business for which a professional service corporation may be incorporated under the Florida Professional Service Corporation Act and the Florida General Corporation Act.

ARTICLE IV

AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be as fixed by the Board of Directors, and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation with a value, in the judgement of the Directors, equivalent to or greater than the full par value of the shares.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 103 North Gadsden Street, Tallahassee, Florida 32301, and the name of the initial Registered Agent of the corporation at that address is JAMES C. BANKS.

ARTICLE VI

DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The name and address of the initial director of the corporation is:

JAMES C. BANKS
103 North Gadsden Street
Tallahassee, Florida 32301

ARTICLE VII

INCORPORATORS

The name and address of the incorporator is:

JAMES C. BANKS
103 North Gadsden Street
Tallahassee, Florida 32301

ARTICLE VIII

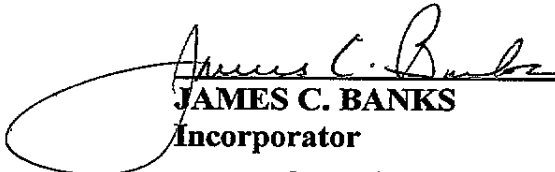
The power to adopt, alter, amend or repeal by laws shall be vested in the Board of Directors and the shareholders, except that the Board of Directors may not amend or repeal any by-law adopted by shareholders if the shareholders specifically provide such by-law is not subject to amendment or repeal by the Directors.

ARTICLE IX

AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on shareholders herein are granted subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the Board of Directors. Thereafter, every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote thereon or in such other manner as may be provided in the by laws.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 22 day of December, 1999.


JAMES C. BANKS
Incorporator

**STATE FLORIDA
COUNTY OF LEON**

The foregoing instrument was acknowledged before me this 22nd day of December, 1999, by **JAMES C. BANKS**, who is personally known to me or who has produced proper identification, and who did take an oath.

(SEAL)



Loyce C. Reeves
MY COMMISSION # CC753691 EXPIRES
June 23, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

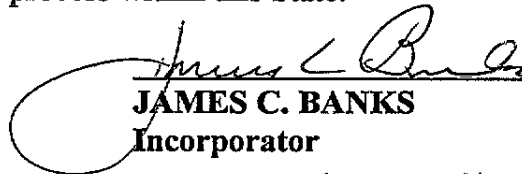
Loyce C. Reeves
**NOTARY PUBLIC
STATE OF FLORIDA AT LARGE**

PERSONALLY KNOWN TO ME: YES / NO
PRODUCED I.D.: YES / NO
TYPE OF I.D.: FLA D.I.
I.D. #: 4520-443-54-089

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Chapter 607.034, Florida Statute and Section 48.091, Florida Statutes the following is submitted:

FIRST, JAMES C. BANKS, P.A., ATTORNEY-AT-LAW, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at the City of Tallahassee, County of Leon, State of Florida, has named JAMES C. BANKS, located at 103 North Gadsden Street, Tallahassee, Florida 32301, as its agent to accept service of process within this State.


JAMES C. BANKS
Incorporator

12-22-95
Date

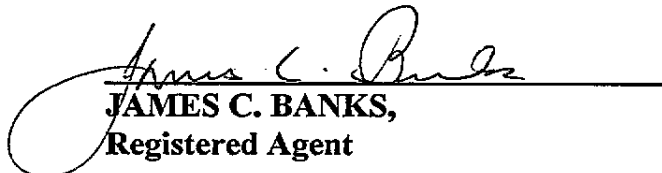
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED

ACKNOWLEDGMENT

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


JAMES C. BANKS,
Registered Agent

12-22-95
Date