

P00000109094  
*Brant A. Bailey*

ATTORNEY AT LAW

Wills • Trusts • Estate Planning • Tax Planning • Returns • Disputes • Adoptions

FILED

00 NOV 20 AM 10: 07

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

November 16, 2000

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

200003471422--8  
-11/20/00--01159--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Brant A. Bailey, P.A.

Ladies and Gentlemen.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$78.75 to cover the following:

\$ 35.00 – filing fee  
35.00 – Designation of Registered Agent  
8.75 – Certified copy  
\$ 78.75

Sincerely,

*Brant A. Bailey*  
Brant A. Bailey

BAB/jrr  
Encs.

Bailey\DeptState.ltr

? 11/27/00

**ARTICLES OF INCORPORATION**

**OF**

**BRANT A. BAILEY, P.A.**

**FILED**

**00 NOV 20 AM 10: 07**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

The undersigned subscriber to these articles of incorporation, being duly licensed to practice law under the laws of the state of Florida, adopts these articles to form a corporation under the Professional Service Corporation and Limited Liability Company Act, F.S. Chapter 621, and other laws of the state of Florida.

**ARTICLE I. NAME**

The name of the professional service corporation is **BRANT A. BAILEY, P.A.**

**ARTICLE II. PRINCIPAL OFFICE**

The principal office and mailing address of this corporation is 695 Central Avenue, Suite 201, St. Petersburg, FL 33701.

**ARTICLE III. PURPOSE**

The professional service corporation is formed to engage in every phase and aspect of the practice of law. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

**ARTICLE IV. TERM OF EXISTENCE**

The professional service corporation shall have perpetual existence starting on November 20, 2000.

**ARTICLE V. CAPITAL STOCK**

The capital stock of the professional service corporation shall be 100 shares of common stock having a par value of \$.01 per share without par value.

None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed to practice law the state of Florida.

## ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this professional service corporation is 695 Central Avenue, Suite 201, St. Petersburg, FL 33701. The name of the initial registered agent at that address is Brant A. Bailey.

## ARTICLE VII. BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of one member. The name and address of the member of the first board of directors is:

NAME	ADDRESS
BRANT A. BAILEY	695 Central Avenue, Suite 201 St. Petersburg, FL 33701

## ARTICLE VIII. SUBSCRIBERS

The name and address of the person signing these articles of incorporation as subscriber is:

NAME	ADDRESS
BRANT A. BAILEY	695 Central Avenue, Suite 201 St. Petersburg, FL 33701

## ARTICLE IX. RESTRAINT ON ALIENATION OF SHARES

The shareholders of the professional service corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the professional service corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details of the disposition shall be determined by the shareholders of the professional service corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No shareholder of the professional service corporation may sell or transfer stock in the corporation except to another individual who is eligible to be a shareholder of the professional service corporation, and the sale or transfer may

be made only after it has been approved at a shareholder meeting especially called for that purpose. If any shareholder becomes legally disqualified to practice law in the state of Florida, is elected to a public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that shareholder's shares of stock shall immediately become subject to purchase by the professional service corporation in accordance with the bylaws adopted by the shareholders.

#### ARTICLE X. AMENDMENT

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation on 11/16, 2000.

Brant A. Bailey  
Brant A. Bailey

Sworn to and subscribed before me this 16<sup>th</sup> day of November, 2000, by BRANT A. BAILEY.

Janet R. Rutenbeck  
Notary Public - State of Florida

Personally Known X  
OR  
Produced Identification \_\_\_\_\_

 Janet R. Rutenbeck  
My Commission CC768551  
Expires September 13 2002

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00 NOV 20 AM 10: 07  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

Type of Identification Produced \_\_\_\_\_

Having been named as registered agent and to accept service of process for the above stated 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.

Brant A. Bailey  
Brant A. Bailey, Registered agent

11/16/00  
Date