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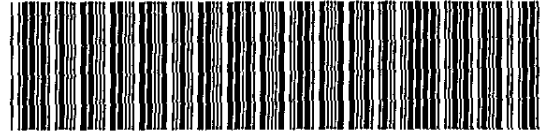
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6-18-27

ROSS L. BILBREY
1412 Cacao Lane
Pensacola, Florida 32507
(850) 293-1494 rossbilbrey@cs.com

June 12, 2003

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

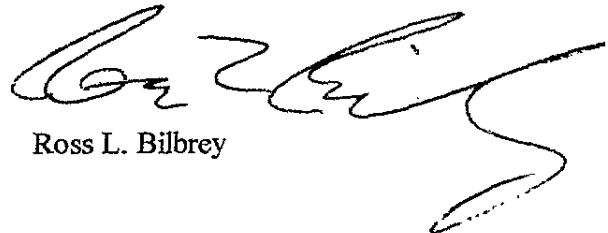
Re: Bilbrey & Cowan, P.A.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for Bilbrey & Cowan, P.A. Also enclosed is a check for \$78.75 for the filing fee and for a certified copy of the Articles of Incorporation.

Please file the Articles of Incorporation immediately upon receipt and return a certified copy of the filing to the undersigned. Thank you for your assistance in this regard.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Ross L. Bilbrey', with a long, sweeping horizontal stroke extending to the right.

Ross L. Bilbrey

Enc.

ARTICLES OF INCORPORATION
OF
BILBREY & COWAN, P.A.

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract under the laws of the State of Florida, hereby presents these Articles for the formation of a Corporation under the Professional Service Corporation Act, and other laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation is BILBREY & COWAN, P.A.

ARTICLE II - NATURE OF BUSINESS

The general nature of the business to be transacted by this Professional Service Corporation is:

To engage in every phase and aspect of the business of rendering Professional services to the public that a licensed attorney is authorized to Render under the laws of the State of Florida. However, no professional services shall be rendered by this Corporation, except through its officers, employees, and agents who are duly certified, registered or licensed or otherwise legally authorized to render such professional services within this State.

To invest the funds of this Corporation in real estate, mortgages, stocks, bonds or any other type of investment, and to own real and personal property necessary for the rendering of professional services.

To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objectives of the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association with other corporations, firms, partnerships, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objectives or the furtherance of such purposes or objects of this Corporation.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of this Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this Corporation otherwise

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permitted by law.

The general nature of the business to be transacted by this Professional Service Corporation as described in this Article is intended to Comply with Florida Statutes Chapter 621.

ARTICLE III – CAPITAL STOCK

This Corporation is authorized to issue ten thousand (10,000) shares of common stock, each having a par value of one cent (\$0.01) per share, and all such shares shall be in a single class. None of the shares of this Corporation may be issued to any person or entity other than individual duly licensed as an attorney at law under applicable law or except as may otherwise be permitted by law.

ARTICLE IV – TERM OF EXISTENCE

This Corporation shall have perpetual existence, and the existence shall commence on the filing of these Articles, pursuant to Florida Statutes Section 607.0203.

ARTICLE V – PRINCIPAL OFFICE AND MAILING ADDRESS

The initial street address of the principal office of this Corporation and the initial mailing address of this Corporation is 1412 Cacao Lane, Pensacola, Florida, 32507. The Board of Directors may from time to time move the principal office or mailing address to any other address in Florida.

ARTICLE VI – INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Ross L. Bilbrey
1412 Cacao Lane
Pensacola, FL 32507.

ARTICLE VII – REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 1412 Cacao Lane, Pensacola, Florida 32507, and the name of the initial registered agent of this Corporation at that address is Ross L. Bilbrey.

ARTICLE VIII – DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time by the Bylaws adopted by the Stockholders, but shall never be less than one (1).

ARTICLE IX – INITIAL DIRECTORS

The names and address of the initial Directors of this Corporation are:

Ross L. Bilbrey
1412 Cacao Lane
Pensacola, Florida 32507

James Tracy Cowan
4961 Elea Calle Lane
Gulf Breeze, Florida 32561

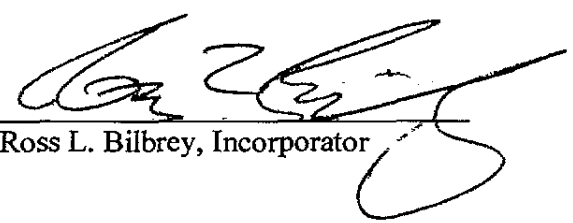
ARTICLE X – RESTRICTION ON TRANSFER OF STOCK

No Stockholder of this Corporation may sell or transfer his shares of stock of this Corporation, except to another individual who is eligible to be a Stockholder of this Corporation pursuant to Florida Statute Section 621.11.

ARTICLE XI – AMENDMENT

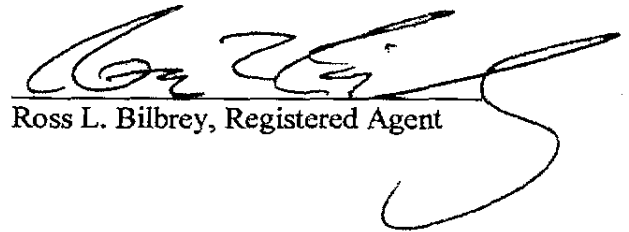
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders meeting by a majority of the stock entitled to be voted thereon unless all Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made; however, in no event may any amendment provide that the Corporation may enter into any stock repurchase plan or issue any new shares without first acquiring the unanimous consent of all the Stockholders. All rights of Stockholders are subject to these reservations.

IN WITNESS THEREOF, I, the Incorporator, have executed these Articles of Incorporation this 12th day of June, 2003.


Ross L. Bilbrey, Incorporator

REGISTERED AGENT'S ACCEPTANCE

The undersigned, by execution hereof accepts all the duties and responsibilities of a Registered Agent for BILBREY & COWAN, P.A., a Florida Corporation, in accordance with Florida Statutes Section 607.0501. Having been named as registered agent to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I am familiar with and accept appointment as registered agent and agree to act in this capacity. Signed this 12th day of June 2003.



Ross L. Bilbrey, Registered Agent

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