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## MUNSON VINING & MIDYETTE LLLP

ATTORNEYS AT LAW

Peter J. Munson C. Geoffrey Vining William M. Midyette, III 1611 Harden Boulevard Lakeland, Florida 33803 Office (863) 687-8320 Fax (863) 688-3699 | (863)683-2849

February 4, 2009

Department of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

Re:

Ruster & Hoppe, P.A.

Dear Sir/Madam:

In connection with the above-referenced Corporation, enclosed please find an original and one executed copy of Articles of Incorporation of Ruster & Hoppe, P.A. Please approve and file the original Articles of Incorporation and return a certified copy to our office. An Acknowledgement is also included in the Articles. The Certificate Designating Place of Business is also attached for filing.

Your office is currently holding our firm's check payable to you for charges as follows:

Filing Fees \$35.00 Certified Copy \$8.75 Registered Agent Designation \$35.00

TOTAL \$78.75

Please call our office if anything further is required. Thank you for your services.

Sincerely,

MUNSON, VINING & MIDYETTE, LLLP

By:

William M. Midyette, III

Enclosures (as stated)

grand all the same

Cc: Ruster & Hoppe, P.A. (w/ enclosures)

#### ARTICLES OF INCORPORATION

**OF** 

#### RUSTER & HOPPE, P.A.

The undersigned Incorporator is forming a professional corporation in accordance with the Florida Professional Service Corporation and Limited Liability Company Act, and adopts the following articles of incorporation for the corporation:

## ARTICLE I. NAME OF CORPORATION

The name of this Corporation is:

RUSTER & HOPPE, P.A.

## ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS OF THE CORPORATION

The address of the principal office of the corporation is 625 Commerce Drive, Suite 201, Lakeland, Florida 33813.

### ARTICLE III.

The period of the corporation's duration shall be perpetual until dissolved as provided in these articles.

#### ARTICLE IV PURPOSE

The purpose of the corporation is to practice the profession of law.

#### <u>ARTICLE V.</u> CAPITAL STOCK

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is 5,000 shares. These shares shall be of a single class of common stock, and shall have a value of \$1.00 per share.

## ARTICLE VI. CORPORATE POWERS

The corporation shall have all the rights and powers now or subsequently conferred on professional corporations by the laws of the State of Florida.

## ARTICLE VII. INCORPORATORS

The name and street address of the person signing these articles of incorporation as incorporator is William M. Midyette, III, 1611 Harden Boulevard, Lakeland, Florida 33803.

## ARTICLE VIII. DIRECTORS

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is one, and the name and address of the initial director is:

Gregory M. Ruster, Esq. 625 Commerce Drive, Suite 201, Lakeland, Florida 33813

#### ARTICLE IX. RYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend, or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended, or repealed by the board of directors.

#### ARTICLE X. INITIAL REGISTERED AGENT OFFICE AND AGENT

The Registered Agent of the Corporation and the address of the Registered Agent and Registered Office of the Corporation shall be as follows:

Name Address

Gregory M. Ruster, Esq.

625 Commerce Drive, Suite 201, Lakeland, Florida 33813

### ARTICLE XI.

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 stockholders herein are granted and subject to this reservation. These Articles may be amended prior to the issuance of the stock of this Corporation by 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 stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon or in such other manner as may be provided by law.

IN WITNESS WHEREOF, I, the undersigned incorporator, have hereunto set my hand and

## Articles of Incorporation Page 4

seal, this \_\_\_\_\_\_ day of February, 2009, for the purpose of forming this Corporation under the laws of the State of Florida, and I hereby make and file with the Department of State of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

WILLIAM M. MIDYETTE, III –
INCORPORATOR

STATE OF FLORIDA, COUNTY OF POLK.

The foregoing instrument was acknowledged before me this 444 day of February, 2009, by WILLIAM M. MIDYETTE, III, who is personally known to me or who has produced \_\_\_\_\_\_ as identification.



Achelle D. Jackman NOTARY PUBLIC Richelle D. Jackman (Type/Print/Stamp Name)

Serial Number, if any NOTARIAL STAMP

#### **CERTIFICATE**

IN WITNESS WHEREOF, I, the undersigned, have hereunto set my hand and seal, this 41 day of February, 2009, for the purpose of the Articles of Incorporation of RUSTER & HOPPE, P.A., under the laws of the State of Florida, and I hereby make and file with the Department of State of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

William M. Midyette, III, Esquire Attorney for RUSTER & HOPPE, P.A.

#### CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That RUSTER & HOPPE, P.A. is desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Lakeland, State of Florida, has named the following as its agent to accept service of process within the State of Florida:

Gregory M. Ruster, Esq., 625 Commerce Drive, Suite 201, Lakeland, Florida 33813

RUSTER & HOPPE, P.A.

OREGORY/M RUSTER ESO

As President/Director for Ruster & Hoppe, P.A.

Date: <u>February</u> 2, 2009

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

By:

GREGORY/M/RUSTER, ESQ.

As Registered Agent

Date: Februay 2, 2009

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