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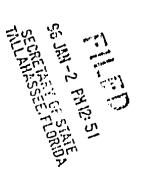
UCC SERVICES

Examiner's Initials

ARTICLES OF INCORPORATION FOR PROFESSIONAL CORPORATION

of

NANCY H. ARTHUR, P.A.



The undersigned natural person, competent and licensed as a real estate salesperson in the state of Florida, acting hereby as incorporator for the purpose of forming a professional service corporation for profit under the provisions of Section 607, Florida General Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following articles of incorporation:

I

Name of Corporation

The name of this corporation shall be NANCY H. ARTHUR, P.A.

II

Principal Address

The principal office of this corporation shall be: 12622 Skipper Lane, Hudson, FL 34669

III

Purposes

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- a. To engage in every aspect in the practice of the sale of real estate, and all its fields of specializations, as are allowed under the Division of Real Estate, Department of Business and Professional Regulation, state of Florida.
- b. To engage and render the professional services involved

only through its officers, agents and employees who shall be real estate salespersons in good standing and duly licensed or otherwise legally authorized within the state of Florida to render the same professional service as this corporation.

- c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.
- d. To engage in no other business other than the rendition of the professional services specified herein.
- e. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the state of Florida.

IV

Capital Stock

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 100 shares of common stock at \$1.00 per share par value.

The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

Shares of the corporation's stock and certificates shall be issued only to real estate salespersons in good standing and duly licensed or otherwise legally authorized within the state of Florida to render the same professional services as this corporation.

V

Duration

The corporation shall have perpetual existence.

VI

Registered Agent

The address of this corporation's initial registered office is 12622 Skipper Lane, Hudson, FL 34669, and the name of its

initial registered agent at said address is Mancy H. Arthur

VII

Incorporator

The name and address of the incorporator is as follows:

Nancy H. Arthur 12622 Skipper Lane Hudson, FL 34669

VIII

Informal Shareholder Action

Any action of the shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the shareholders entitled to vote upon such action at a meeting and filed with the secretary of the corporation as part of the corporate records.

IX

Severance and Termination of Employment

If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

X

Informal Director Action

If all of the directors severally or collectively consent in

writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the board of directors.

XI

Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

III

Bylaw Amendment

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the board of directors and stockholders provided that such amendment be in compliance with the laws of Florida governing a professional service corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation in state of Florida this 21st day of December, 1995.

Mancy H. Arthur, Incorporator

STATE OF FLORIDA COUNTY OF PASCO

BEFORE ME, the undersigned authority, personally appeared MANCY H. ARTHUR, who is well known to be the person described in and who executed the foregoing articles of incorporation as the incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITHESS WHEREOF, I have hereunto set my hand and seal at New Port Richey in said county and state this 21st day of December, 1995.

ACCEPTANCE BY REGISTERED AGENT

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

Dated: December 21, 1995

Mancy H. Arthur / Resident Agent

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SECRETARY OF STATE
TAIL AHASSEE. FLORID