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GEORGE A. ROUTH, P. A.

ATTORNEY AT LAW

1446 COURT STREET

CLEARWATER, FLORIDA 33756

City/State/Zip

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

000002587060-001
 -07/13/98-01114-001
 *****70.00 *****70.00

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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 DIVISION OF CORPORATIONS
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Examiner's Initials RP 67-15-98

ARTICLES OF INCORPORATION

OF

GEORGE A. ROUTH, P.A.

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The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract and attorney at Law, duly licensed to render services as such under the laws of the State of Florida, for the purpose of forming a corporation for profit under the Professional Service Corporation Act and other corporation laws of the State of Florida agrees to the following:

ARTICLE ONE - NAME OF CORPORATION

The name of the corporation shall be:

George A. Routh, P.A.

ARTICLE TWO - NATURE OF BUSINESS

The general nature of business to be transacted by this corporation shall be:

- (a) To engage in every phase and aspect of rendering to the public the same counselling and other legal services an Attorney at Law licensed under the laws of the State of Florida is authorized to render, but such legal services shall be rendered only through its officers, and parties and agents, who are duly licensed to practice law in the State of Florida.
- (b) To invest the funds of the corporation in real estate, mortgages, stocks, bonds, and other types of investments and to own real and personal property necessary for the rendering of legal services.
- (c) To do those things necessary and proper for the accomplishment of any of the purposes of the attaining of any of the objects set out 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 or individuals, to carry on any lawful pursuit necessary or incidental to the furtherance of the purposes or objects of the corporation.

The paragraphs of this Article shall be construed as both objects and purposes of the corporation, and it is hereby expressly provided that the foregoing enumeration of specific purposes of this corporation otherwise permitted by law.

ARTICLE THREE - CAPITAL STOCK

The maximum number of shares of stock that this corporation shall be authorized to have outstanding at any one time is Five Hundred (500) shares of common stock, having a par value of One (\$1.00) Dollar, per share.

ARTICLE FOUR - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is Five Hundred (\$500.00) Dollars.

ARTICLE FIVE - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE SIX - ADDRESS OF CORPORATION

The initial address of the principal place of business of the corporation shall be 1446 Court Street, Clearwater, Florida. The Board of Directors shall have the power to establish branch offices and to change the principal office of the corporation to any other address.

ARTICLE SEVEN - DIRECTORS

The initial Board of Directors for the corporation shall consist of one (1) Director. The number of Directors may be increased or decreased from time to time by By-Laws adopted by

the stockholders of the corporation, but may never be less than one. Directors are not required to be stockholders. Any Director may be removed from office by a majority of the stock entitled to vote thereon at any annual or special meeting of the stockholders for any cause deemed adequate by such stockholders.

ARTICLE EIGHT - INITIAL DIRECTORS AND OFFICERS

The names and street addresses of the members of the first Board of Directors and officers, who shall hold office for the first year of existence of the corporation, and until their successors are duly elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
George A. Routh	1446 Court Street Clearwater, Florida 33756	President and Director

ARTICLE NINE - SUBSCRIBERS

The names and addresses of the subscriber to these Articles of Incorporation, who is an attorney at Law duly licensed under the laws of the State of Florida to render services as such, and the number of shares of stock he agrees to take and the value thereof, are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
George A. Routh	1446 Court Street Clearwater, Florida 33756	500	\$500.00

ARTICLE TEN - CONTRACTS

No contract or other transaction between this corporation and any other firm, association or corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the Directors of this corporation are financially or otherwise interested in or are members, directors or officers of such other firm, association or corporation. Any Director,

individually, or any firm of which any Director may be a member, may be a party to, or may be financially or otherwise interested in, any contract or transaction of this corporation, provided that the fact he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof. Any Director of this corporation who is also a member, director or officer of such other firm, association or corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation, which shall authorize any such contract or transaction with like force and effect as if he were not such member, director or officer of such other firm, association or corporation, or not so interested.

ARTICLE ELEVEN - REGISTERED OFFICE

The mailing office, registered office and principal office of this corporation is 1446 Court Street, Clearwater, Florida 33756, and the name of the initial registered agent of this corporation located at that address is George A. Routh.

ARTICLE TWELVE - INCORPORATOR

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
George A. Routh	1446 Court Street Clearwater, Florida 33756

ARTICLE THIRTEEN - SHAREHOLDERS

Shares of this corporation's capital stock shall be issued only to individuals who are duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as those for which the corporation was incorporated. No stockholder of this corporation may sell or transfer his shares of stock herein except to another individual who is

eligible to be a stockholder of this corporation. No stockholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his stock.

ARTICLE FOURTEEN - BY-LAWS AND STOCKHOLDERS AGREEMENT

By stockholders' agreement of By-Laws, the corporation may restrict the transfer or encumbrance of any and all of its stock, including, but not limited to, provisions for the transfer of the stock owned by a retiring, disabled or deceased stockholder, or any stockholder required to sever financial interest in the corporation. The stockholders of this corporation shall have the sole power to adopt, amend or repeal By-Laws for the management of this corporation.

ARTICLE FIFTEEN - 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 vote thereon.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledge and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 10th day of July, A.D., 1998.


GEORGE A. ROUTH, Attorney at Law

STATE OF FLORIDA)
) ss
COUNTY OF PINELLAS)

I HEREBY CERTIFY that on this 10th day of July, A.D., 1998, before me, the undersigned authority, personally appeared GEORGE A. ROUTH, Attorney at Law, to me known to be the person described in and who executed the foregoing Articles of Incorporation,

and he acknowledged before me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

Sarah L. Thompson
NOTARY PUBLIC - State of Florida

Print name: Sarah L. Thompson
My commission expires:



ACCEPTANCE

I **HEREBY** accept to act as initial registered agent for George A. Routh, P.A., as stated in these Articles of Incorporation.

George A. Routh
GEORGE A. ROUTH, Attorney at Law

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