

P99000108240

TRANSMITTAL LETTER

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

SUBJECT: Metz, Hauser & Husband, P.A.
(Proposed corporate name - must include suffix)

000003071320--0
-12/15/99--01066--025
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Jim Hauser
Name (Printed or typed)

318 N. Monroe Street
Address

Tallahassee FL 32301
City, State & Zip

850-222-3730
Daytime Telephone number

99 DEC 15 AM 11:58

APPROVED
AND
FILED

NOTE: Please provide the original and one copy of the articles.

CS-15-99
12-15-99

**ARTICLES OF INCORPORATION
OF
METZ, HAUSER & HUSBAND, P.A.
A FLORIDA PROFESSIONAL SERVICE CORPORATION**

APPROVED
AND
FILED
99 DEC 15 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, who is duly licensed to practice law in the State of Florida, desiring to form a professional corporation in accordance with Chapters 607 and 621 of the Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I

Name and Principal Place of Business

The name of the Corporation is METZ, HAUSER & HUSBAND, P.A. The Corporation's initial principal place of business shall be 318 North Monroe Street, Tallahassee, FL 32301.

ARTICLE II

Purpose

The purpose for which the corporation is organized shall be to engage in and carry on the practice of law in the State of Florida, and for all other lawful purposes related thereto.

ARTICLE III

Duration

The term of existence of the Corporation is perpetual; and the corporate existence will commence on the filing of these Articles of Incorporation by the Department of State.

ARTICLE IV

Registered Office

The address of the Corporation's initial registered office in this state is 318 North Monroe Street, Tallahassee, FL 32301. The initial registered agent at the registered office is James C. Hauser.

ARTICLE V

Professional Services

The professional services of the Corporation shall be rendered only through its officers, employees, and agents who are duly licensed or otherwise legally authorized to practice law within the State of Florida. Professional services shall be rendered in each case by the officer, employee, or agent designated solely by this Corporation, acting through its duly elected officers, and no officer, employee or agent shall enter into any contract, written or verbal for professional services with any client wherein the right to select the person by which the services shall be rendered is delegated to the client. This provision shall not be applicable to the extent that it is in conflict with any applicable laws, Rules Regulating the Florida Bar, or any other rules governing the professional conduct of persons engaged in the practice of law in the State of Florida.

ARTICLE VI

Incorporator

The name and address of the incorporator is James C. Hauser, 318 North Monroe Street, Tallahassee, Florida 32301.

ARTICLE VII

Directors

Directors shall be appointed in the manner provided in the Bylaws of the Corporation. The initial Board of Directors of the Corporation shall consist of two (2) members. The names and addresses of the initial Board of Directors are:

<u>Names</u>	<u>Address</u>
Stephen W. Metz	318 North Monroe Street, Tallahassee, FL 32301
James C. Hauser	318 North Monroe Street, Tallahassee, FL 32301

ARTICLE VIII

Share Structure

8.1 Classes of Shares. The maximum number of shares that the Corporation is authorized to have outstanding shall be Ten Thousand (10,000) shares of its Class A voting capital common stock, having a par value of One and No/100 Dollars (\$1.00) each.

8.2 Restrictions on Issuance and Transfer. No share of any of the capital common stock of this Corporation shall be issued or transferred to any person who is not an attorney, duly licensed to practice law in the State of Florida. Nothing herein shall prevent the Corporation and its shareholders from entering into any written agreement(s) further restricting or providing terms for the transfer of the stock of the Corporation.

8.3 Preemptive Rights. Holders of the capital stock of the Corporation shall have the preemptive right to purchase any new shares of stock or securities, as well as rights to acquire stock or securities of the Corporation.

ARTICLE IX

Amendment of Articles

The Corporation may, at any time, and from time to time, amend these Articles of Incorporation in the manner now or hereafter permitted by statute. Any change authorized by the holders of shares entitling them to exercise a majority of the voting power of the Corporation (or such greater number as may then be required by statute), shall be binding and conclusive on every shareholder of the Corporation as if each shareholder had voted for the change.

ARTICLE X

Indemnification

The Corporation shall indemnify each of its officers, directors, and employees, whether or not then in office, and his or her heirs and legal representatives against all expenses, judgments, decrees, fines, penalties or other amounts paid in satisfaction of, in settlement of, or in connection with the defense of any pending or threatened civil action, suit, or proceeding, to which he or she is or may be made to a party by reason of having been a director, officer or employee of the Corporation, to the extent permitted by applicable law.

IN WITNESS WHEREOF, the undersigned Incorporator, has executed these Articles of Incorporation this 15th day of December, 1999.

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS
REGISTERED AGENT.

James C. Hauser
James C. Hauser, Incorporator
REGISTERED AGENT

99 DEC 15 AM 11:59
FILED
APPROVED
AND
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Florida
County of Leon

BEFORE ME, the undersigned officer, duly authorized to take acknowledgments and administer oaths, personally appeared James C. Hauser, and being first duly sworn and upon his oath, stated that he signed the above Articles of Incorporation for the conditions and purposes therein expressed this 15th day of December, 1999.

Jana S. Maulden
NOTARY PUBLIC - STATE OF FLORIDA
 MY COMMISSION # CC563504 EXPIRES
June 24, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

PRINTED NAME OF NOTARY; COMMISSION
NUMBER AND EXPIRATION OF COMMISSION

Personally known to me

or produced the following identification: _____