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**Florida Department of State**  
**Division of Corporations**  
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**To:**  
 Division of Corporations  
 Fax Number : (850) 922-4001

**From:**  
 Account Name : JAMES W. GRIMSLEY  
 Account Number : I19980000016  
 Phone : (850) 243-8194  
 Fax Number : (850) 664-5728

**FILED**  
 00 APR 21 AM 8:47  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**James W. Grimsley, P.A.**

Certificate of Status	0
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Page Count <i>5 + cover</i>	05
Estimated Charge	\$70.00

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**ARTICLES OF INCORPORATION**

**OF**

**JAMES W. GRIMSLEY, P.A.**

**ARTICLE I - NAME**

The name of this corporation is **James W. Grimsley, P.A.**

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**ARTICLE II - PURPOSE AND NATURE OF BUSINESS**

The purpose of the Corporation and the nature of its business are as follows:

1. To engage in the practice of law as a professional service corporation and to provide services incident thereto.
2. To own property, enter into contracts and carry on any activity necessary or incidental to the accomplishment or furtherance of the purpose of this Corporation.
3. The services of this Corporation consist of the practice of law and shall be carried out only through the officers and employees who are active members of The Florida Bar, in good standing and licensed in Florida to render the services of an attorney at law.
4. To do everything necessary, proper or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act incidental thereto which is not forbidden by the laws of the State of Florida, by the Rules regulating the Florida Bar as established by the Supreme Court of Florida or by the provisions of these Articles of Incorporation.

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### **ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 500 shares having a par value of \$1.00 per share. Such shares shall be of a single class of common stock. None of the shares of the Corporation may be issued to anyone other than an individual who is duly licensed to practice law in the State of florida and is an active member of the Florida Bar in good standing.

### **ARTICLE IV - DURATION**

The Corporation shall have perpetual existence.

### **ARTICLE V - ADDRESS AND AGENT**

The street address of the principal and initial registered office of this corporation is **25 Walter Martin Road, N.E., Fort Walton Beach, Florida 32548** and the name and address of the initial registered agent of this corporation is **JAMES W. GRIMSLEY, 25 Walter Martin Road NE, Fort Walton Beach, Florida 32548**. The Board of Directors may from time to time move the office to any other address in the State of Florida and change the registered agent.

### **ARTICLE VI - DIRECTORS**

The Corporation shall be managed by a Board of Directors of at least one (1) Director. No person shall serve as a Director of the Corporation unless the person is duly licensed to practice law and is an active member of The Florida Bar in good standing. The Directors shall be elected by the shareholders of the Corporation. The name and street address of each person who is to serve as a

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member of the initial Board of Directors is as follows:

**James W. Grimsley  
25 Walter Martin Road N.E.  
Ft. Walton Beach, Florida 32548**

#### **ARTICLE VII- SUBSCRIBERS**

The name and address of the subscriber, who is the incorporator of this Corporation, each of whom is duly licensed in the State of Florida to practice law is as follows:

**James W. Grimsley  
25 Walter Martin Road N.E.  
Ft. Walton Beach, Florida 32548**

#### **ARTICLE VIII - RESTRAINT ON ALIENATION**

No shareholder may sell or transfer his shares in the Corporation except to another individual who is eligible to be a shareholder of the Corporation under Florida law.

#### **ARTICLE IX - DISQUALIFICATION**

If any officer, shareholder, agent or employee of the Corporation who has been rendering professional service to the public for the Corporation becomes legally disqualified to render such professional services within Florida or accepts employment that places restrictions or limitations upon his or her continued rendering of such professional services, then the Corporation shall require him or her to comply with the Florida Professional Service Corporation Act by severing all employment wit and financial interests in the Corporation.

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**ARTICLE X - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 21<sup>st</sup> day of April, 2000.

[Signature] (Seal)  
JAMES W. GRIMSLEY

STATE OF FLORIDA  
COUNTY OF OKALOOSA

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared JAMES W. GRIMSLEY, who is personally known to me or has produced \_\_\_\_\_ as identification, and who did/did not take an oath, and known by me to be the person who executed the foregoing Articles of Incorporation and said person acknowledged before me that he executed those Articles of Incorporation for the uses and purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 21<sup>st</sup> day of April, 2000.

[Signature]  
Notary Public

Prepared by:  
JAMES W. GRIMSLEY  
Smith, Grimsley, Bauman, Pinkerton,  
Petermann, & Wells  
P.O. Box 2379  
Fort Walton Beach, FL 32549  
(850) 243-8194



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Certificate Designating Place of Business or Domicile for the Service of Process Within this State,  
Naming Agent upon Whom Process May be Served:

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In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said  
Act:

FIRST: That **JAMES W. GRIMSLEY, P.A.**, a corporation duly organized and existing under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Fort Walton Beach, Florida, has named **JAMES W. GRIMSLEY, 25 Walter Martin Road, NE, Fort Walton Beach, Florida, 32548**, as its agent to accept service of process for the above-named corporation at the place designated in this Certificate.

SECOND: Having been named to accept service of process for the above-named 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 performance of my duties.

  
\_\_\_\_\_  
**JAMES W. GRIMSLEY**  
Registered Agent

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