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Ellen T. Chadwell, Esq.
1100 Fifth Avenue South
Suite 201
Naples, Florida 34102
1-800-874-9803

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 28 PM 5:53

4/25/00

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

RE: Ellen T. Chadwell, P.A.

100003229091--7
-04/28/00--01080--007
*****70.00 *****70.00

Dear Sir or Madam:

Please find enclosed an original and one copy of the Articles of Incorporation for Ellen T. Chadwell, P.A., together with the filing fee in the amount of \$70.00.

Please call me if you have any questions concerning the enclosed.

Sincerely yours,


Ellen T. Chadwell

/etc.
enc.

8/5/100

ARTICLES OF INCORPORATION
OF
ELLEN T. CHADWELL, P.A.

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ARTICLE I

NAME

The name of the corporation is Ellen T. Chadwell, P.A.

ARTICLE II

PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT

The address of the corporation's principal office is 1100 Fifth Avenue South, Suite 201, Naples, Florida 34102. The name of the initial registered agent of the corporation, located at that office is Ellen T. Chadwell.

ARTICLE III

DURATION

This corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation with the Department of State, State of Florida.

ARTICLE IV

PURPOSE

The purpose of the corporation is to practice the profession of attorney at law. The sole and exclusive professional service to be rendered by the corporation is the practice of law.

ARTICLE V

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 Five Hundred (500) shares. These shares shall be of a single class of common stock, and shall have a value of One Dollar (\$1.00) per share.

ARTICLE VI

CAPITALIZATION

The amount of capital with which the corporation will begin to practice the profession of attorney at law is not less than Five Hundred Dollars (\$500).

ARTICLE VII

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 VIII

INCORPORATORS

The name and street address of each person signing these Articles of Incorporation as an incorporator is: Ellen T. Chadwell, 2352 Heritage Greens Drive, Naples, Florida 34119.

ARTICLE IX

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: Ellen T. Chadwell, 2352 Heritage Greens Drive, Naples, Florida 34119. The initial director shall hold office until her successors are elected and qualified as provided in the bylaws. The term of office of each director shall be one year and until the election and qualification of a successor. The number of directors set forth in the articles of incorporation and constituting the initial board of directors shall be the authorized number of directors until that number is changed by a bylaw duly adopted by the shareholders.

ARTICLE X

BYLAWS

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than thirty (30) days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by the affirmative vote of three fourths of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with the bylaws.

ARTICLE XI

DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by the shareholder.

The undersigned incorporators of this corporation, have executed these Articles of Incorporation at Naples, Florida this 25th day of April, 2000.


ELLEN T. CHADWELL
INCORPORATOR

**Certificate Designating Place of Business or Domicile for the Service of Process within
Florida,**

Naming Agent Upon Whom Process May be Served

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

That Ellen T. Chadwell, P.A., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at city of Naples, State of Florida, has named Ellen T. Chadwell, located at 1100 Fifth Avenue South, Suite 201, Naples, Florida 34102, as its agent to accept service of process within Florida.

Signature

Ellen T. Chadwell

Title: Incorporator

Date: April 25, 2000

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.

Signature

Ellen T. Chadwell

Date:

April 25, 2000