

PO0000052241

TRANSMITTAL LETTER

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

FILED  
00 MAY 22 PM 1:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUBJECT: Martin & Pickett, P.A.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

100003262391--9

-05/22/00--01141--001

\*\*\*\*\*87.50 \*\*\*\*\*87.50

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: Charles Pickett  
Name (Printed or typed)

6815 Farragut Lane  
Address

Boynton Beach, FL 33437  
City, State & Zip

561-655-5050  
Daytime Telephone number

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

S. Thompson MAY 30 2000

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00 MAY 22 PM 1:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

MARTIN & PICKETT, P.A.

ARTICLE I. NAME

The name of this corporation shall be MARTIN & PICKETT, P.A.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Secretary of the State of Florida. This corporation's duration shall be perpetual.

ARTICLE III. PROFESSIONAL SERVICE CORPORATION

A. License

This corporation is specifically formed for rendering the same professional service to the public that any duly licensed attorney, under the laws of the State of Florida is authorized to render.

B. Powers

The powers of the corporation are to:

1. Have all of the powers stated in the applicable provisions of the Florida Statutes pertaining to Attorneys applicable to this corporation, except to the extent that any of the provisions of the Professional Service Corporation Act are interpreted to be in conflict with the provisions of said provisions, in which

event, the provisions and sections of the said Professional Service Corporation Act shall take precedence.

2. Request changes in the Certificate Of Incorporation at any time pursuant to law.

3. Change the street address in Florida of the principal office of the corporation and to establish from time to time, other locations for corporate operations pursuant to the Bylaws, without the necessity of amending the Certificate of Incorporation.

4. Invest the funds of this corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the rendering of its professional services.

5. Purchase and acquire, in accordance with law and the Bylaws, any or all of its shares, owned and held by any person entity, who desires to sell, transfer, or otherwise dispose of the said shares.

#### C. Conflict Of Interest

Provided due notice is given to this corporation:

1. No contract or other transaction between this corporation and any other corporation shall be affected by the fact that any director or officer of this corporation is interested in, or is a director or officer of, such other corporation.

2. Any director of this corporation, individually or jointly, may be a party to, or may be interested in, any contract or transaction of this corporation or in which this corporation is interested.

3. No contract, or other transaction of this corporation with any person, firm, or corporation, shall be affected by the fact that any director or officer of this corporation is in any way connected with such person, firm or corporation.

#### ARTICLE IV. PURPOSE

This corporation is being organized for the purpose of the practice of law and engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States of America.

#### ARTICLE V. CAPITOL STOCK

This corporation shall have the authority to issue 1000 per value shares of common capitol stock.

#### ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capitol stock of the same kind, class or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

#### ARTICLE VII. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capitol stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office

address, and open for acceptance by this corporation for a period, to make satisfactory arrangements for the purchase of such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capitol stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

#### ARTICLE VIII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be Two Directors. The number of directors may be increased or decreased from time to time, as provided in this corporation's Bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

CHARLES L. PICKETT, JR.  
6815 Farragut Lane  
Boynton Beach, FL 33437

PENNY M. PICKETT  
6815 Farragut Lane  
Boynton Beach, FL 33437

#### ARTICLE IX. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee or agent, to the full extent permitted by law.

#### ARTICLE X. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of the corporation's initial registered office shall be: Guaranty Building, 120 South Olive Avenue, Suite 207, West Palm Beach, Florida 33401.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Charles L. Pickett, Jr.

#### ARTICLE XI INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: Charles L. Pickett, Jr., 6815 Farragut Lane, Boynton Beach, Florida 33437.

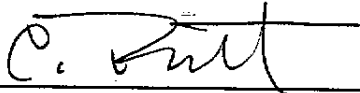
#### ARTICLE XII. AMENDMENT

The corporation reserves the right to amend the provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.



Charles L. Pickett, Jr.  
Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of MARTIN & PICKETT, P.A. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for MARTIN & PICKETT, P.A.



Charles L. Pickett, Jr. - Registered Agent

State of Florida

County of Palm Beach

On May 18, 2000, Charles L. Pickett, Jr., designated above as the individual who shall serve as this corporation's initial registered agent and incorporator, personally appeared before me and signed and acknowledged signing these Articles Of Incorporation of MARTIN & PICKETT, P.A.

  
Notary Public

Commission Expiration Date:



Tracey L. Dube  
MY COMMISSION # CC884518 EXPIRES  
May 18, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.

FILED  
00 MAY 22 PM 1:26  
TALLAHASSEE  
FLORIDA  
CLERK OF THE CIRCUIT COURT