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**GLASSMAN & GOLDEN NORRIS**  
**Attorneys at Law**

**Gary M. Glassman, Esquire**  
Admitted in New York and Florida  
**Sylvia Golden Norris, Esquire**  
Admitted in Florida

40 N. Osprey Avenue, Suite C  
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July 24, 2000

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

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-07/26/00--01099--020  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: Incorporation of Sylvia Golden Norris, P.A.

To Whom It May Concern:

Enclosed please find an original executed Articles of Incorporation for Sylvia Golden Norris, P.A. and a check in the amount of \$78.75 made payable to the Secretary of State for the incorporation filing fee. Also, enclosed is a copy of the executed Articles of Incorporation, please conform and return to me in the self addressed stamped envelope I have provided. If you should have any questions, please do not hesitate to contact me.

Sincerely,

*Sylvia Golden Norris*

Sylvia Golden Norris, Esquire

SGN: dh

Enclosure

09 JUL 26 PM 2:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

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ARTICLES OF INCORPORATION  
OF  
SYLVIA GOLDEN NORRIS, P.A.

In compliance with the requirements of Chapter 607 and 621, Florida Statutes, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a Florida professional association (hereinafter "the Corporation").

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00 JUL 26 PM 2:05  
TALLAHASSEE  
SECRETARY OF STATE  
FLORIDA

ARTICLE I - Name

The name of the Corporation shall be SYLVIA GOLDEN NORRIS, P.A.

ARTICLE II - Purpose

The Corporation shall have the power to establish a law practice for which corporations may be organized under Chapter 621, Florida Statutes.

ARTICLE III - Shares

The maximum aggregate number of shares that the Corporation shall have authority to issue and to have outstanding at any one time is 1,000 shares of Common Stock, par value \$0.01 per share.

ARTICLE IV - Preemptive Rights

No shareholder shall have the preferential or preemptive right to subscribe for or to purchase any shares of any class, any rights, warrants, or options with respect thereto, or any obligation convertible into or exchangeable for any such shares or other securities whether out of unissued shares or other securities or out of shares or other securities acquired by the Corporation after the issue thereof, regardless of the consideration therefor.

ARTICLE V - Indemnification

The Corporation shall indemnify to the fullest extent permitted by law any shareholder, officer, director or employee of the Corporation, who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit, or proceeding by or in the right of the Corporation). In addition, the Corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by law.

ARTICLE VI - Control Share Act

The Florida Control-Share Acquisition sections of the Florida Business Corporation Act (§§607.0901 through 607.0903) shall not be applicable to this Corporation.

ARTICLE VII - Amendment of Bylaws

The bylaws of the Corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE VIII - Registered Agent

The registered agent of the Corporation is Sylvia Golden Norris. The street address of the Corporation's registered office is 40 N. Osprey Avenue, Suite C, Sarasota, Florida 34236.

ARTICLE IX - Principal Office

The principal place of business and mailing address of this Corporation shall be 40 N. Osprey Avenue, Suite C, Sarasota, Florida 34236.

ARTICLE X - Incorporator

The name and address of the incorporator to these Articles of Incorporation is Sylvia Golden Norris, 40 N. Osprey Avenue, Suite C, Sarasota, Florida 34236.

ARTICLE XI - Amendment

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 24th day of July, 2000.

  
SYLVIA GOLDEN NORRIS

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of §607.0501 of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: SYLVIA GOLDEN NORRIS, P.A.
2. The name and address of the registered agent and office are:

Sylvia Golden Norris  
40 N. Osprey Avenue, Suite C  
Sarasota, Florida 34236

HAVING BEEN NAMED in the State of Florida as registered agent and to accept service of process for the above state corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Dated: July 24, 2000.

  
SYLVIA GOLDEN NORRIS

00 JUL 26 PM 2:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED