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November 21, 2000

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 NOV 27 PM 1:30

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
P. O. Box 6327  
Tallahassee, Florida 32314

RE: ARTICLES OF INCORPORATION FOR TYNER & WARNSTADT, P. A.

Dear Sir/Madam:

Enclosed is the Original and one copy of the Articles of Incorporation for the above referenced corporation.

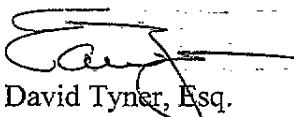
Enclosed please find my firms's check numbered 1004 in the amount of \$70.00, in regards to the Incorporation of Tyner & Warnstadt, P. A.

Please return an executed copy to me in the enclosed self-addressed envelope.

Thank you for your assistance in this matter.

If there are any questions, please call me.

Yours truly,

  
E. David Tyner, Esq.

EDT/dt  
Enclosures

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11/30/00

Articles of Incorporation  
For Professional Corporation

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The undersigned natural person, competent and licensed to practice law in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida General Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

I

Name of Corporation

The name of this corporation shall be **TYNER & WARNSTADT, P. A.**

II

Purposes

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- a. To engage in every aspect of the practice of law.
- b. To engage and render the professional services involved only through its officers, agents and employees who shall be lawyers in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.
- c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.
- d. To engage in no other business other than the rendition of the professional services specified herein.
- e. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental hereto which is not forbidden under the laws of the State of Florida.

III

Capital Stock

- a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 500 shares of common stock at \$1.00 per share par value.
- b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.
- c. Shares of the corporation's stock and certificates shall be issued only to lawyers in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same

professional services as this corporation.

#### IV

##### Duration

The corporation shall have perpetual existence.

#### V

##### Registered Agent

The address of this corporation's initial registered office is 15339 Cortez Blvd., Brooksville, Florida 34605-0594 and the name of its initial registered agent at said address is Kenneth L. Warnstadt. The mailing address the corporation shall be P. O. Box 594, Brooksville, Florida 34605.

#### VI

##### Incorporator

The name and address of the Incorporator is as follows: Kenneth L. Warnstadt, 15339 Cortez Blvd., Brooksville, Florida 34605-0594.

#### VII

##### Informal Shareholder Action

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

#### VIII

##### Severance and Termination of Employment

If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

#### IX

Informal Director Action

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If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

X

Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

XI

Bylaw Amendment

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in State of Florida, this 21<sup>st</sup> day of NOVEMBER, 2000.

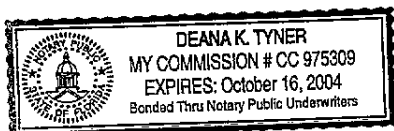
I hereby accept the duties and responsibilities as registered agent.

Kenneth L. Warstadt  
Incorporator  
Kenneth L. Warstadt  
Registered Agent

STATE OF FLORIDA  
COUNTY OF HERNANDO

BEFORE ME, the undersigned authority, personally appeared Kenneth L. Warstadt who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my seal at Brooksville in the said County and State, this 21<sup>st</sup> day of November, 2000.



Deana K. Tyner  
Notary Public, State of Florida  
(Notarial Seal)