



THE UNITED STATES  
CORPORATION  
COMPANY

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FILED

01 JAN -5 PM 3:16

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

REFERENCE : 954938 80913A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 5, 2001

EFFECTIVE DATE

ORDER TIME : 10:45 AM

01/01/01

ORDER NO. : 954938-005

CUSTOMER NO: 80913A

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CUSTOMER: Ms. Jamie Clark  
Salter Feiber Yenser & Murphy

703 Northeast 1st Street

Gainesville, FL 32601

DOMESTIC FILING

NAME: BIRDER LAW OFFICES, P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

R# 1/5/01

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01 JAN -5 AM 11:27  
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION OF  
BIRDER LAW OFFICES, P.A.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, who is licensed to practice the profession of law in the State of Florida, intends to form a professional corporation in accordance with the Florida Professional Service Corporation and Limited Liability Company Act, and adopt the following articles of incorporation for the corporation:

**ARTICLE I  
NAME**

EFFECTIVE DATE  
01/01/01

The name of the corporation is BIRDER LAW OFFICES, P.A.

**ARTICLE II  
PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT**

The address of the corporation's principal office is 901 NW 57<sup>th</sup> Street, Gainesville, Alachua County, Florida 32605. The name of the initial registered agent of the corporation, located at that office, is DUDLEY D. BIRDER, JR. The mailing address shall be P.O. Box 15508, Gainesville, Florida 32604-5508.

**ARTICLE III  
DURATION**

The period of the corporation's duration shall be perpetual, or until dissolved on a vote of the shareholders as provided in these articles.

**ARTICLE IV  
PURPOSE**

This corporation is organized for the following purposes:

a. To engage in the practice of law as a professional law corporation and to carry on services incident to the practice of law. The practice of law is the sole and exclusive professional service to be rendered by this corporation.

b. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation. The professional services of this corporation shall be carried out only through officers, employees, and agents, each of whom has been admitted to the bar of, and is duly authorized to practice law in, the State of Florida.

## **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 100 shares. These shares shall be of a single class of common stock, and shall have a value of \$1.00 per share.

## **ARTICLE VI 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 VII INCORPORATOR**

The name of the person signing these articles of incorporation as an incorporator is DUDLEY D. BIRDER, JR. and his street address is 901 NW 57<sup>th</sup> Street, Gainesville, Florida 32605.

## **ARTICLE VIII 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 of the initial director is DUDLEY D. BIRDER, JR. and his street address is 901 NW 57<sup>th</sup> Street, Gainesville, Florida 32605.

The initial director shall hold office until his successor is elected and qualified as provided in the bylaws. Then 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 these 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 IX BYLAWS**

The initial director shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than 60 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.

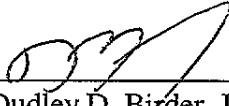
**ARTICLE X  
DISSOLUTION**

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.

**ARTICLE XI  
EFFECTIVE DATE OF CORPORATE EXISTENCE**

The date when corporate existence shall commence is January 1, 2001.

The undersigned incorporator of this corporation, has executed these articles of incorporation at Gainesville, Florida on 1.4.01.

  
\_\_\_\_\_  
Dudley D. Birder, Jr.  
*Incorporator*

**CERTIFICATE OF DESIGNATION  
AND ACCEPTANCE BY REGISTERED AGENT**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of §617.0501, Fla. Stat., the undersigned corporation, organized under the Florida Professional Service Corporation and Limited Liability Company Act, submits the following statement in designating the registered office and registered agent of the corporation in the State of Florida:

1. Name of the corporation:

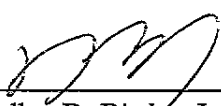
BIRDER LAW OFFICES, P.A.

2. Name and address of the registered agent and office:

DUDLEY D. BIRDER, JR.  
901 NW 57<sup>th</sup> Street  
Gainesville, Florida 32605

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 1.4.01

  
\_\_\_\_\_  
Dudley D. Birder, Jr.  
Registered Agent