

P01000005868

*Paul J. Woods, P.A.*  
6380 Cocos Drive  
Ft. Myers, FL 33908  
(941) 450-3114

800003495288-19  
-12/11/00-01118-022  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

December 5, 2000

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

FILED  
01 JAN 16 AM 9:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

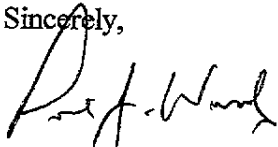
Dear Sir/Madam:

Enclosed please find two signed original Articles of Incorporation for Paul J. Woods, P.A., as well as the filing fee of \$78.75.

Please send one accepted Articles of Incorporation to my attention at 6380 Cocos Drive, Ft. Myers, FL 33908.

Thank you for your assistance.

Sincerely,

  
Paul J. Woods

T. Burch  
JAN 17 2001



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

December 15, 2000

PAUL J. WOODS  
6380 COCOA DRIVE  
FT MYERS, FL 33908

SUBJECT: PAUL J. WOODS, P.A.  
Ref. Number: W00000029466

We have received your document for PAUL J. WOODS, P.A. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Tim Burch  
Document Specialist

Letter Number: 200A00063231

**ARTICLES OF INCORPORATION**

**OF**

**Paul J. Woods, P.A.**

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TALLAHASSEE, FLORIDA

ARTICLE I

Name and Duration

The name of the Corporation is Paul J. Woods, P.A. The duration of the Corporation is perpetual. This Corporation shall begin its corporate existence as of the date that these Articles are filed by the Secretary of State.

ARTICLE II

Principal Office

The address of the principal office and mailing address of the Corporation in the State of Florida is 6380 Cocos Drive, Ft. Myers, FL 33908.

ARTICLE III

Registered Office and Agent

The street address of the registered office in the State of Florida is 6380 Cocos Drive, Ft. Myers, FL 33908 in the county of Lee. The name of the registered agent at such address is Paul J. Woods.

ARTICLE IV

Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in lawful transactions as a real estate agent as allowed by the Florida Business Corporation Act.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

ARTICLE V

Capital Stock

The total number of shares of capital stock which the Corporation has the authority to issue is one hundred (100) shares of Voting Common Stock.. All shares shall have a par value of \$1.00.

ARTICLE VI

Incorporator

The name and mailing address of the incorporator of this Corporation is as follows:

<u>Name</u>	<u>Address</u>
Paul J. Woods	6380 Cocos Drive Ft. Myers, FL 33908

ARTICLE VII

Board of Directors

1. The number of members of the Board of Directors may be increased or diminished from time to time by the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of the shareholders.

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

3. The name and mailing address of the person who shall serve as the sole director of the Corporation until the first annual meeting of the shareholders is as follows:

<u>Name</u>	<u>Address</u>
Paul J. Woods	6380 Cocos Drive Ft. Myers, FL 33908

ARTICLE VIII

Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE IX

Bylaws

The power to adopt, amend or repeal bylaws for the management of this Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE X

Indemnification

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

ARTICLE XI

Transfer of Shares

If, from time to time, a shareholders' agreement among all of the shareholders of the Corporation is in effect regarding the Subchapter S status of the Corporation pursuant to the Internal Revenue Code of the United States in effect from time to time, then transfers of the Corporation's Common Stock made not in accordance with such agreement, whether by operation of law or otherwise, are null and void ab initio.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

DATED at Ft. Myers (Lee), Florida this 5th day of December, 2000.

By: Paul J. Woods  
Paul J. Woods, Incorporator

REGISTERED AGENT CERTIFICATE

In pursuance of the Florida Business Corporation Act, the following is submitted, in compliance with said statute:

That Paul J. Woods, P.A., desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at the City of Ft. Myers, County of Lee, State of Florida, has named Paul J. Woods, located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

ACKNOWLEDGEMENT:

Having been named to accept service of process and serve as registered agent for the above stated Corporation, at the place designated in this Certificate, the undersigned, by and through its duly elected officer, hereby accepts to act in this capacity, and agrees to comply with the provision of said statute relative in keeping open said office, and further state that I am familiar with §607.0501, Florida Statutes.

By: Paul J. Woods  
Paul J. Woods, Registered Agent

DATED: December 5, 2000

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