

P0100001034

PATRICIA GESSEL  
ATTORNEY AT LAW

FILED

01 MAR 22 AM 10:54

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

March 20, 2001

EFFECTIVE DATE  
04-01-2001

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

700003893177--3  
-03/22/01--01085--014  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

850-487-6052

Please file the attached Articles of Incorporation for Patricia Gessel, P.A.. Enclosed is a check in the amount of \$70.00 (\$35 for filing fee and \$35 for Designation of Registered Agent). Please return the letter of acknowledgment to:

Patricia Gessel  
Attorney at Law  
99530 Overseas Highway  
Key Largo, FL 33037

(305) 453-5277

Thank you,



Patricia Gessel  
Attorney at Law

Patricia Gessel G. re.  
AUTHORIZATION BY PHONE TO  
CORRECT Reg Agent Accept  
DATE 3-27  
DOC. EXAM CB

OCEAN REEF  
305-367-4260

KEY LARGO  
305-453-5277

FAX  
305-453-4985

**EFFECTIVE DATE**  
**04-01-2001**

ARTICLES OF INCORPORATION

OF

PATRICIA GESSEL, P.A.

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these articles of incorporation, being duly licensed to practice law under the laws of the state of Florida, adopt(s) these articles to form a corporation under the Professional Service Corporation and Limited Liability Company Act, F.S. Chapter 621, and other laws of the state of Florida.

ARTICLE I. NAME

The name of the professional service corporation is  
Patricia Gessel, P.A.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation is  
99530 Overseas Highway, #2  
Key Largo, FL 33037

ARTICLE III. PURPOSE

The professional service corporation is formed to engage in every phase and aspect of the practice of law. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

ARTICLE IV. TERM OF EXISTENCE

The professional service corporation shall have perpetual existence starting on April 1, 2001.

ARTICLE V. CAPITAL STOCK

The capital stock of the professional service corporation shall be 5000 shares of common stock.

None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed to practice law in the state of Florida.

## ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this professional service corporation is 99530 Overseas Highway, #2, Key Largo, Florida, 33037. The name of the initial registered agent at that address is Patricia Gessel.

## ARTICLE VII. BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of 1 member. The name and address of the member of the first board of directors is:

Patricia Gessel  
99530 Overseas Highway, #2  
Key Largo, FL 33037

## ARTICLE IX. RESTRAINT ON ALIENATION OF SHARES

The shareholders of the professional service corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the professional service corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details, of the disposition shall be determined by the shareholders of the professional service corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No shareholder of the professional service corporation may sell or transfer stock in the corporation except to another individual who is eligible to be a shareholder of the professional service corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose. If any shareholder becomes legally disqualified to practice law in the state of Florida, is elected to a public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that shareholder's shares of stock shall immediately become subject to purchase by the professional service corporation in accordance with the bylaws adopted by the shareholders.

## ARTICLE X. AMENDMENT

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

## ARTICLE XI. EFFECTIVE DATE


The corporation's existence begins on April 1, 2001.

IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation on March 20, 2001.

I AM FAMILIAR WITH AND ACCEPT  
THE APPOINTMENT AS REGISTERED  
AGENT.

  
PATRICIA GESSEL

Sworn to and subscribed before me this 20<sup>th</sup> day of March, 2001 by Patricia Gessel, who is personally known to me and has produced a Florida drivers license as identification.



Notary Public -- State of Florida

Kathryn N. Raeber

My Commission Expires: 1/15/05



Kathryn N. Raeber  
My Commission CC993809  
Expires January 15, 2005



Kathryn N. Raeber  
My Commission CC993809  
Expires January 15, 2005