# Poloco42423 The Beauchamp, Lander Law Firm

## Attorneys At Law

A Partnership of Professional Associations

R. Luther Beauchamp Joseph T. Lander Lindsey B. Lander Michael M. Koch, Associate

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April 23, 2001

Ms. Beth Register Corporate Specialist Supervisor New Filing Section Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Re: BEAUCHAMP & KOCH, P.A.

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Dear Ms. Register:

Please find enclosed herewith, an original and one copy of the ARTICLES OF INCORPORATION and a DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT for a Florida Corporation.

\$70.00

\$78.75

\$122.50

**□** \$131.25

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Certificate

Certified Copy

Certified Copy, & Certificate

Should you have any questions, please call our office. Thank you for your assistance in this matter.

Sincerely,

Michael Koch

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SECRETARY OF STATE
SECRETARY OF STATE

Enclosures

B PERCEPTED APR 2 4 000

## ARTICLES OF INCORPORATION BEAUCHAMP & KOCH, P.A.

The undersigned incorporators, each of whom is licensed or otherwise legally authorized to practice law in the State of Florida, associate themselves with the intention of forming 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

The name of the corporation is BEAUCHAMP & KOCH, P.A..

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

The address of the corporation's principal office is 19 N. E. Third Street, City of Chiefland County of Levy, State of Florida, 32626. The name of the initial registered agent of the corporation, located at that office, is Michael Koch.

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 corporation is authorized to issue only one\_class of stock, and all issued stock shall be held of record by not more than 35 shareholders. Stock will be issued and transferred only to (i) natural persons, (ii) estates, or (iii) a trust defined in IRC §1361(c)(2) (or its successor section). In addition, no stock shall be issued or transferred to a nonresident alien.

#### 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 BYLAWS

The initial shareholders shall adopt bylaws at a meeting to be held for that purpose not more than thirty days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by such as the 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 VIII
INCORPORATORS

The name and street address of each person signing these articles of incorporation as an incorporator is:

Name

Address

R. Luther Beauchamp Michael Koch 19 NE Third St., Chiefland, Florida 32626 108 NW Sixth St., Chiefland, Florida 32626

ARTICLE IX
SHAREHOLDERS AS MANGERS

The corporation is to be managed by its shareholders and not by a board of directors. The number of initial shareholders is two, and the names and addresses of the initial shareholders are:

Name

Address

R. Luther Beauchamp Michael Koch 19 NE Third St., Chiefland, Florida 32626 108 NW Sixth St., Chiefland, Florida 32626

ARTICLE X

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.

The undersigned incorporators of this corporation, have executed these articles of incorporation at 19 NE Third St., Chiefland, Florida on April 20, 2001.

R. Luther Beauchamp

Michael Koch

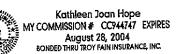
STATE OF FLORIDA COUNTY OF LEVY

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take acknowledgments, personally appeared R. LUTHER BEAUCHAMP and MICHAEL KOCH to me known to be the persons described herein and who executed the foregoing and they acknowledged before me that they executed the same and they are personally; and that an oath was not taken.

WITNESS my hand and official seal in the County and State last aforesaid this April 20, 2001.

Notary Public: Kathleen Joan/Hope

(NOTARY SEAL)



#### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, 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: BEAUCHAMP & KOCH, P.A.
- 2. The name and address of the registered agent and office is:

Michael Koch 19 NE Third Street Chiefland, Florida 32626

Having been named as registered agent and to accept service of process for the above-stated 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 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.

Michael Koch

Dated: April 23, 2001

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AND AN ASSEFT FLORIDA