CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Kathleen Lindeman, P.A

Signature

Name

Walk-In

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ARTICLES OF INCORPORATION OF KATHLEEN LINDEMANN, P.A.

<u>ARTICLE I – NAME</u>

SECRETOR SEE RISTATE

The name of this corporation shall be KATHLEEN LINDEMANN, P.A.

ARTICLE II - Street Address and Mailing Address

The address of the principal office and the mailing address of this corporation shall be:

1467 S. Missouri Avenue, Clearwater, FL 33765

ARTICLE III - Capital Stock

- 1. <u>Authorized Capitalization</u>. The total number of shares of capital stock authorized to be issued by this Corporation shall be:
 - 100,000 Shares of Class A (voting) common stock, par value \$.01 per share (the "Class A Common Stock").
- 2. Payment for Stock. All or part of the consideration for the issuance of the capital stock of this Corporation may be in cash, property or labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for that purpose, which consideration, in any event, shall not be less than the par value of the shares issued therefor. All stock when issued shall be fully paid and nonassessable.
- 3. <u>Voting</u>. The voting power of this Corporation shall be vested solely in the Class A Common Stock. Holders of shares of Class A Common Stock shall be entitled to one vote for each share of Class A Common Stock. There shall be no cumulative voting in the election of directors.
- 4. <u>Dividends</u>. Any and all dividends are to be shared among the holders of shares of outstanding Class A Common Stock on a share for share basis.

ARTICLE IV -- Registered Office and Registered Agent

The initial registered office of this corporation shall be located at 1467 S. Missouri Avenue, Clearwater, FL 33756 and the initial registered agent of this corporation at such office shall be Kathleen B. Lindemann. This Corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

ARTICLE V - Board of Directors

The Board of Directors of this Corporation shall consist of a number of directors to be fixed from time to time by the stockholders or the by-laws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this Corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only the by the stockholders.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall consist of one (1) member, such member to hold office until his/her successor has been duly elected and qualify. The name and street address of the initial director is:

Kathleen B. Lindemann

1467 S. Missouri Avenue Clearwater, FL 33756

ARTICLE VII - Incorporator

The name and address of the incorporator making these Articles of Incorporation are:

Kathleen B. Lindemann

1467 S. Missouri Avenue Clearwater, FL 33756

ARTICLE VIII - PURPOSE AND DURATION

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith. This corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act. This corporation shall have perpetual existence.

ARTICLE IX - BY-LAWS

The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this incorporation.

ARTICLE X - AMENDMENT OF ARTICLES OF INCORPORATION

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

ARTICLE XI – AFFILIATED TRANSACTIONS

The provisions of Section 607.091, Florida Statutes, relating to affiliated transactions, shall be inapplicable to this corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.

DATED this 1st day of May, 2001.

Kathleen B. Lindemann

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, KATHLEEN B. LINDEMANN, having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of such position.

DATED this 1st day of May, 2001.

Kathleen B. Lindemann

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SECHLIARY OF STATE
ALLORIDA