

PO1000067226
TRANSMITTAL LETTER

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

SUBJECT: MELANIE S. KOHLER, P.A.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

500004429825--0
-06/19/01--01068--004
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Melanie S. Kohler
Name (Printed or typed)

P.O. Box 7996
Address

Seminole, FL 33775
City, State & Zip

727-595-4113
Daytime Telephone number

FILED
01 JUN 19 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

WOL-14351
08/06/01

ARTICLES OF INCORPORATION
OF
MELANIE S. KOHLER, P.A.
A PROFESSIONAL ASSOCIATION

FILED
JUN 19 PM 3:26
CLERK OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Chapter 621 of the Florida Statutes, 2000, the undersigned, all of whom are residents of Pinellas County, Florida, and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation for profit and do hereby certify:

ARTICLE I
Name of Corporation

The name of the corporation is: Melanie S. Kohler, P.A.

ARTICLE II
Principal Office and Registered Agent

The principal office of the Association is located at:

12665 Lake Drive
Largo, Florida 33774.

The mailing address of the Association is:

Post Office Box 7996
Seminole, Florida 33775.

The registered agent is:

MELANIE S. KOHLER
12665 Lake Drive
Largo, Florida 33774.

ARTICLE III
Purpose

The specific purpose, for which the Association is formed, is limited to the practice of law, and in furtherance of this purpose, to:

- A. have and exercise any and all powers, rights, and privileges which a corporation under Chapter 621, Professional Service Corporations and Limited Liability Companies, laws of the State of Florida, by law may now or hereafter have or exercise;
- B. fix, levy, collect and enforce payment, by any lawful means of all charging liens, fees, compensation, and, or, profit earned for services rendered; to pay all expenses incident to the conduct of the business of the Association, including all licenses, taxes, or governmental charges

levied or imposed against any property the Association may own from time to time;

- C. acquire (by gift, purchase, or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association; If the transaction involves the expenditure or commitment of corporate funds in excess of \$500,000, then with the affirmative vote of two-thirds of the total number of eligible votes as provided for in the By-laws.
- D. borrow money, and, if in excess of \$500,000, with the affirmative vote of two-thirds of the total number of eligible votes as provided for in the By-laws, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- E. participate in mergers and consolidations with other professional service corporations organized for the same purposes, with the affirmative vote of two-thirds of the total number of eligible votes as provided for in the By-laws;
- F. the Association is organized and shall be operated exclusively for the purposes set forth above.

ARTICLE IV **Shares**

The Association shall have the authority to issue 1,000,000 shares of common stock, in one class only, each with a par value of \$0.01.

ARTICLE V **Directors**

The initial Board of Directors shall have one (1) member whose name and address is as follows:

MELANIE S. KOHLER
12665 Lake Drive
Largo, Florida 33774.

The number of directors may be raised or lowered by amendment of the By-laws of the Association but shall in no case be less than one (1).

ARTICLE VI **Membership**

The members of the Association shall consist of all of the record owners who are duly licensed or otherwise legally authorized to practice law in the State of Florida.

ARTICLE VII
Liability

No officer, director, or member shall be personally liable for any debt or other obligation of this Association, except as provided for in the By-laws, and the Articles of Incorporation.

ARTICLE VIII
By-laws

The By-laws of the Association may be made, altered or rescinded at any annual meeting of the Association, or at any special meeting duly called for such purpose, upon three-fourths vote of the total number of eligible votes as provided for in the By-laws, except that the initial By-laws of the Association shall be made and adopted by the Board of Directors.

ARTICLE IX
Amendment

Proposals for the alteration, amendment or rescission of these Articles of Incorporation may be made by not less than two-thirds of the total number of eligible votes as provided for in the By-laws. Members may vote in person or by proxy at a special or regular meeting of the members.

ARTICLE X
Termination

The Association may be dissolved with the assent given in writing and signed by the holders of not less than two-thirds of the total number of eligible votes as provided by the By-laws. This Article is subject to provisions of Florida Statute 621.10.

ARTICLE XI
Incorporator

The incorporator of this Association is Melanie S. Kohler whose street address is: 12665 Lake Drive, Largo, Florida 33774.

Melanie S. Kohler
Incorporator

7/5/01
Dated

FILED
01 JUN 19 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF 607.051, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF
THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: MELANIE S. KOHLER, P.A.
2. The name and address of the registered agent and office is:

MELANIE S. KOHLER
12665 Lake Drive
Largo, Florida 33774

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 am familiar with and accept the
obligations of my position as registered agent.



Registered Agent

7/5/01

Dated