

Division of Corporations

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## Florida Department of State

Division of Corporations

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## To:

Division of Corporations  
Fax Number : (850) 205-0381

## From:

Account Name : ROBERT J. HUTCHINS  
Account Number : I19990000126  
Phone : (407) 645-2377  
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## FLORIDA PROFIT CORPORATION OR P.A.

Patricia A. Murphy, P.A.

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$70.00

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## ARTICLES OF INCORPORATION

*The undersigned incorporator and subscriber to these articles of incorporation adopts 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 corporation is: Patricia A. Murphy, P.A.

### ARTICLE II-ADDRESS

The street address of the initial principal office and mailing address of the professional corporation is: 8369 SandPoint Blvd., Orlando, Florida 32819.

### ARTICLE III-PURPOSE

The professional corporation is formed to engage in every phase and aspect of the practice of Real Estate Agency. In addition, the corporation may invest the funds of the 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 corporation is to exist perpetually.

### ARTICLE V-CAPITAL STOCK

The professional corporation shall have the authority to issue 10,000 shares of common capital stock with a par value of \$.01 per share.

None of the shares of the professional corporation may be issued to anyone other than individuals, professional corporations or professional limited liability companies duly licensed or otherwise legally authorized to practice Real Estate Agency in the State of Florida. Further the shares of the professional corporation shall be issued only in accordance with the Rules and other pronouncements of the Florida Real Estate Commission or any successor entity.

### ARTICLE VI-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the professional corporation is 400 North Wymore Road, Suite 110, Winter Park, Florida 32789 and the name of the initial registered agent of the corporation at that address is Robert J. Hutchins.

### ARTICLE VII-DIRECTORS

The professional corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time, by bylaws adopted by the stockholder(s). Each of the said directors shall be of legal age and shall be duly licensed as a Real Estate Agent in the State of Florida.

### ARTICLE VIII-INITIAL DIRECTOR

The name and street address of the member of the first board of directors is:

Patricia A. Murphy

8369 SandPoint Blvd., Orlando, Florida 32819

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**ARTICLE IX-SUBSCRIBER**

The name and street address of the person signing these articles of incorporation as subscriber is:

**Robert J. Hutchins** 400 North Wymore Road, Suite 110, Winter Park, Florida 32789

**ARTICLE X-RESTRAINT ON ALIENATION OF SHARES**

The stockholders of the professional corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the stockholders of the corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the corporation by any of its stockholders, or in the event of death of any of its stockholders. The manner and form, as well as the relevant terms, conditions, and details of the disposition, shall be determined by the stockholders of the 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 stockholder of the corporation may sell or transfer stock in the corporation except to another individual, professional corporation, or professional limited liability company who is eligible to be a stockholder of the corporation, and the sale or transfer may be made only after it has been approved at a stockholder meeting especially called for that purpose. If any stockholder who is a Real Estate Agent becomes legally disqualified from being a Real Estate Agent in the State of Florida or accepts employment that, pursuant to existing law, places restrictions or limitations on the continuous rendering of such professional services, that stockholder's shares of stock shall immediately become subject to purchase by the corporation in accordance with bylaws or other agreements adopted by the stockholders.

**ARTICLE XI-INDEMNIFICATION**

The professional corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by law.

**ARTICLE XII-AMENDMENT**

These articles of incorporation may be amended, altered, or changed at any time, and from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a stockholder herein are granted subject to this reservation.

**ARTICLE XIII-EFFECTIVE DATE**

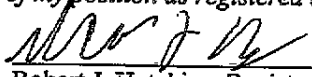
The existence of the professional corporation shall commence at 12:01 a.m. on August 13, 2001.

IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation on August 13, 2001.

  
Robert J. Hutchins

**REGISTERED AGENT'S ACCEPTANCE**

Having been named as registered agent and to accept service of process for the above stated professional service corporation at the place designated in these Articles of Incorporation, I hereby accept 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.

  
Robert J. Hutchins, Registered Agent

8/13/01  
Date

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