

P020000/6205

WILLIAM M. TUTTLE, II  
401 VISCAYA  
CORAL GABLES, FLORIDA 33146  
(305) 495-0344

FILED  
02 FEB -7 AM 8:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

February 4, 2002

Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: William M. Tuttle, II, P.A.

600004889816--1  
-02/07/02--01027--017  
\*\*\*\*\*78.75 \*\*\*\*\*78.75


Gentlemen:

Enclosed is the original and one copy of the Articles of Incorporation. Enclosed also please find our check, made payable to the Secretary of State, in the amount of \$78.75.

Once the Articles have been filed, please send us a copy and confirmation of the filing. Please send it to attention Mr. William M. Tuttle, Esq., 401 Viscaya, Coral Gables, Florida 33146.

If you have any other questions or comments, please do not hesitate to contact me. Thank you.

Sincerely,



SIUMI PORVEN

Legal Secretary to William M. Tuttle, II, Esq.

:sp  
Enclosures

OB 3/13

ARTICLES OF INCORPORATION

OF

WILLIAM M. TUTTLE, II, P.A.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

These articles are filed with the Secretary of State of the State of Florida for the purpose of forming a professional service corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, rights, privileges, immunities, and liabilities of professional service corporations.

ARTICLE I - NAME

The name of the professional service corporation shall be:

WILLIAM M. TUTTLE, II, P.A.

ARTICLE II - MANAGEMENT BY SHAREHOLDERS

All corporate power shall be exercised exclusively by or under the authority of the shareholders, and the business and affairs of this professional service corporation shall be managed under the direction of the shareholders. The shareholders shall elect the following officers: a President, a Treasurer, and a Secretary, and as many Vice Presidents, Assistant Secretaries, and Assistant Treasurers as the shareholders, from time to time, deem advisable, provided that any one or more of said offices may be held by the same person. The annual meeting of the professional service corporation shall be held on such date as is provided in the Bylaws of the professional service corporation, which said Bylaws may be amended at any time in accordance with their provisions.

The incorporator shall manage the business of the professional service corporation until there are issued and outstanding shares of stock standing in the names of the shareholders of record.

### ARTICLE III - ACTION BY UNANIMOUS CONSENT

The shareholders, by unanimous consent evidenced by a writing included among the minutes of the professional service corporation, may agree to the doing of any act, and such consent in writing as aforesaid shall have the same force and effect as though a formal meeting had been held pursuant to a call being duly made, and as though the said act had been done and authorized, at a meeting at which a quorum had been present.

### ARTICLE IV - INITIAL OFFICERS

Until the incorporator or shareholders elect officers and same have been duly qualified, the business of the professional service corporation shall be conducted by the following officers:

President/Treasurer	WILLIAM M. TUTTLE, II 401 Viscaya Coral Gables, Florida 33146
Secretary	WILLIAM M. TUTTLE, II 401 Viscaya Coral Gables, Florida 33146

### ARTICLE V - DURATION

The existence of this professional service corporation shall be perpetual.

### ARTICLE VI - PURPOSE

This professional service corporation is organized for the purpose of providing professional legal services and to conduct such other business as a professional service corporation may engage in.

#### ARTICLE VII - CAPITAL STOCK

The maximum number of shares of stock which this professional service corporation is authorized to have outstanding at any time shall be 600 shares, each of the par value of One Dollar (\$1.00) all to be issued, fully paid, and exempt from assessment.

The capital stock of the professional service corporation may be paid for in property, labor, or services at a just valuation to be fixed by the incorporator, or by the shareholders at a meeting called for such purpose, or at the organizational meeting.

The capital stock of the professional service corporation may only be acquired by individuals who are members of The Florida Bar duly licensed or otherwise legally authorized to render legal professional services within the State of Florida.

#### ARTICLE VIII - MINIMUM CAPITAL

The amount of capital with which this professional service corporation may begin business shall be in the sum of not less than Five Hundred Dollars (\$500.00).

#### ARTICLE IX - PRINCIPAL PLACE OF BUSINESS

The principal place of business of this professional service corporation shall be located at 401 Viscaya, Coral Gables, Florida 33146. This professional service corporation shall have full power and authority, nevertheless, to transact corporate business and to establish corporate offices and corporate agencies at such other places within and without the State of Florida, and in foreign countries, as its shareholders may from time to time authorize.

#### ARTICLE X - CORPORATE POWERS

This professional service corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act (Chapter 607) and such other power as it may possess as a matter of law, all without limitation, except to the extent, if any, that the Professional Service Corporation Act (Chapter 621) limits such powers.

ARTICLE XI - INDEMNIFICATION

This professional service corporation shall indemnify any officer, director, agent, or employee and any former officer, director, agent, or employee, to the full extent permitted by law, including but not limited to indemnification for counsel fees.

ARTICLE XII - INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent and the street address of the initial registered office of this corporation are:

WILLIAM M. TUTTLE, II  
401 Viscaya  
Coral Gables, Florida 33146

ARTICLE XIII - AMENDMENT

This professional service corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIV - INCORPORATORS

The names and addresses of the persons signing these Articles of Incorporation are:

WILLIAM M. TUTTLE, II  
401 Viscaya  
Coral Gables, Florida 33146


IN WITNESS WHEREOF, we have hereunto set our hands and seals this 4<sup>th</sup> day of February, 2002.

  
\_\_\_\_\_(SEAL)  
WILLIAM M. TUTTLE, II

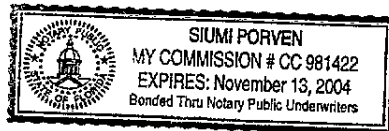
STATE OF FLORIDA  
COUNTY OF DADE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, WILLIAM M. TUTTLE, II, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed; He is personally known to me, or produced \_\_\_\_\_ as identification, and did not take an oath.

WITNESS my hand and official seal at Miami, Miami-Dade County, Florida this 4th day of February, 2002.

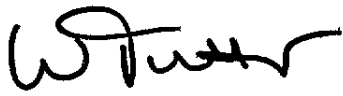
  
\_\_\_\_\_  
Notary Public, Florida

My Commission expires:



REGISTERED AGENT'S ACCEPTANCE

Having been named to accept service of process for the above-stated professional service corporation, at the place designated in Paragraph XII of the foregoing Articles of Incorporation, I hereby agree to act in this capacity and agree to comply with the provisions of the Florida Statute relative to keeping open said office.

  
\_\_\_\_\_  
WILLIAM M. TUTTLE, II  
Registered Agent

FILED  
02 FEB - 7 AM 8:24  
CLERK OF STATE  
TALLAHASSEE, FLORIDA