### CAPITAL CONNECTION, INC.

Billio Brancok Carl

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

# Po200048871

1000054500911 -- 2 -05/03/02--01047--026 \*\*\*\*\*78.75 \*\*\*\*\*78.75

RECEIVED

02 NAY -3 AN IO: 39

NETANINENT OF STATE

VALLANDASSIFI, FLORIDO

			<del></del>	
				Photo Copy
				Certificate of Good Standing
				Certificate of Status
				Certificate of Fictitious Name
				Corp Record Search
				Officer Search
				Fictitious Search
Signature				Fictitious Owner Search
		İ		Vehicle Search
_ <del> </del>	—· —— — —			Driving Record_
Requested by:	1			UCC 1 or 3 File
Tool	<u>5/3</u>	10:00		UCC 11 Search
Vame	Date	Time		UCC 11 Retrieval
Valk-Ín	Will Pick Up	·		Courier
4 Ponder's Printing - Thomasville, GA 8/00	· 1	· i		

Art of Inc. File\_ LTD Partnership File\_ Foreign Corp. File\_ L.C. File\_ Fictitious Name File\_ Trade/Service Mark\_ Merger File\_ Art. of Amend. File\_\_\_\_ RA Resignation\_ Dissolution / Withdrawal\_ Annual Report / Reinstatement\_\_\_ V Cert. Copy

8/5/3

#### ARTICLES OF INCORPORATION FOR PROFESSIONAL CORPORATION

PILE.

02 MAY -3 PM

SECRETARY OF TALLAHASSEE.

The undersigned natural person, competent and licensed to practice law in the State of Florida, acting as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida Business Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

## I. NAME OF CORPORATION, PRINCIPAL OFFICE, MAILING ADDRESS

The name of the corporation shall be <u>WILLIAM C. HAMM, JR., P.A.</u>
The principal office of this corporation shall be <u>1880 N. Crystal Lake Drive Unit 5</u>, Lakeland, Florida 33801.

The mailing address of this corporation shall be <u>Post Office Box 35</u>, <u>Lakeland</u>, <u>Florida 33802</u>.

#### II. PURPOSES

The general purpose and nature of business to be transacted, promoted and carried on by the corporation are as follows:

- a. To engage in every aspect in the practice of law, and all the fields of specialization, as are engaged in by attorneys.
- b. To engage and render the professional services involved only through its officers, agents, and employees who shall be attorneys in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation
- c. To invest its funds in real estate, mortgages, stocks, bonds, and any other type of investments permitted by law.
- d. To engage in no other business other than the rendition of the professional services specified herein.
- e. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

#### III. CAPITAL STOCK

- a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 100 (one hundred) shares of common stock at \$1.00 (one dollar and no cents) per share par value.
- b. The consideration to be paid for each share shall be payable in lawful money or property, labor, or services.

c. Shares of the corporation's stock and certificates shall be issued only to attorneys in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

#### IV. DURATION

The corporation shall have perpetual existence.

#### V. REGISTERED AGENT

The address of this corporation's initial registered office is: 1880 N. Crystal Lake Drive Unit 5, Lakeland, Florida 33801.

The name of the initial registered agent at said address is: William C. Hamm, Jr.

#### VI. INCORPOTATOR

The name and address of the Incorporator is: William C. Hamm, Jr., 1880 N. Crystal Lake Drive Unit 5, Lakeland, Florida 33801.

#### VII. BOARD OF DIRECTORS

The corporation shall have a Board of Directors consisting of one person. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders but shall never be less than one. The name and address of the initial Directors of the corporation is: William C. Hamm, Jr., 1880 N. Crystal Lake Drive Unit 5, Lakeland, Florida 33801.

## VIII. INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

## IX. SEVERANCE AND TERMINATION OF EMPLOYMENT

If any officer, director, stockholder, agent, or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

## X. INFORMAL DIRECTOR ACTION

If all of the Directors severally or collectively consent in writing to any action taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be valid as though it had been authorized at a meeting of the Board of Directors.

## XI. INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer-or director, to the full extent permitted by law.

#### XII. BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing Professional Service Corporations.

William C. Hamm, Jr., Incorporator

Having been named as registered agent for the above-stated corporation, I hereby agree to act in this capacity, and therefore further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Florida Statute Section 607.0505.

William C. Hamm, Jr.

Registered Agent