# CANTAL CONNECTION, INC. 0104997

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Victor R. Smith, Attorney At

Law, P.A.

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## FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

September 26, 2002

**CAPITAL CONNECTION** 

SUBJECT: VICTOR R. SMITH ATTORNEY AT LAW, P.A. Ref. Number: W02000027988

We have received your document for VICTOR R. SMITH ATTORNEY AT LAW, P.A. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6925.

Cynthia Blalock Document Specialist New Filing Section

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#### **ARTICLES OF INCORPORATION**

OF

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SECRETARY CASTATE
TALLAHASSEE, FLORIDA

199-25-02

#### <u>VICTOR R. SMITH</u> <u>ATTORNEY AT LAW, P.A.</u>

I, VICTOR R. SMITH, the undersigned, hereby organize for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida, providing for the formation, rights, privileges, immunities and liabilities of Corporation for profit.

The specific nature of the business is a law practice.

#### **ARTICLE I - NAME**

The name of the Corporation shall be:

#### VICTOR R. SMITH ATTORNEY AT LAW, P.A.

#### **ARTICLE II - DURATION**

This Corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these Articles.

#### **ARTICLE III - PURPOSE**

The Corporation may engage in any activity or business under the laws of the United States and the State of Florida's General Corporation Act.

#### **ARTICLE IV - CAPITAL STOCK**

This Corporation is authorized to issue 100 shares of \$1.00 par value common stock, which should be designated "Common Shares".

#### **ARTICLE V - CAPITAL**

The amount of capital with which the Corporation will begin business shall be \$100.00.

#### **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial principal office of this corporation is 2414 Berkshire Drive, Winter Haven, Florida 33884, and the mailing address is 2414 Berkshire Drive, Winter Haven, Florida 33884. The name of the initial registered agent of this Corporation is **VICTOR R. SMITH** whose address is 2414 Berkshire Drive, Winter Haven, Florida 33884.

#### **ARTICLE VII**

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by a majority vote of the stockholders, but it shall never be less than one.

#### **ARTICLE VIII**

The names and street addresses of the members of the first Board of Directors are as follows:

VICTOR R. SMITH, President, Vice President, Secretary, Treasuer 2414 Berkshire Drive Winter Haven, Florida 33884

#### **ARTICLE IX - INCORPORATORS**

The name and address of the initial subscribers signing these Articles are as follows:

VICTOR R. SMITH 2414 Berkshire Drive Winter Haven, Florida 33884

#### <u>ARTICLE X – BYLAWS</u>

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

#### <u>ARTICLE XI - RESTRICTIONS ON TRANSFER OF STOCK</u>

Shares of capital stock of this Corporation shall be issued initially to the following person in the amount set opposite their names:

#### VICTOR R. SMITH

100 Shares

Shares held by the initial shareholders listed above may not be re-sold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this Corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this Corporation.

#### **ARTICLE XII - ADOPTION OF BYLAWS**

A special meeting of the subscriber or his assigns shall be held, upon the call of the president, for the purpose of completing the organizations of the Corporation and the adoption of the bylaws and the transaction of such other business as may come before the meeting.

#### ARTICLE XIII - AMENDMENT

These Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

#### ARTICLE XIV - TERMS OF ISSUING STOCK

Stock to be issued pursuant to these Articles of Incorporation shall be issued under the terms, provisions and conditions of 1244 of the Internal Revenue Code.

VICTOR R. SMITH

### STATE OF FLORIDA COUNTY OF POLK

**SMITH** who, being first duly sworn, deposes and says he is the individual described in and who executed the foregoing Articles of Incorporation and acknowledged before me that heexecuted same for the purposes therein expressed.

WITNESS my hand and official seal in the above named County and State this 2 4 day of, September, 2002.

My Commission CC987837
Expires December 13, 2004

Notary Public, State of Florida

# FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

## VICTOR R. SMITH ATTORNEY AT LAW, P.A.

desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Winter Haven, County of Polk, State of Florida, has named VICTOR R. SMITH, as its agent to accept service of process within this State.

#### **ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate. Thereby agree to act in this capacity and agree to comply with the provision of said/Act/relative to keeping open said office.

VICTOR R. SMITH

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