

PA3000002076

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

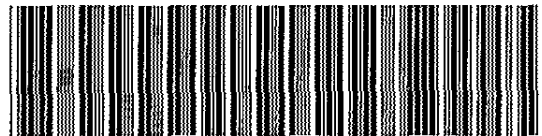
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



300009506493

01/06/03--01047--019 \*\*137.50

EXPIRATION DATE  
1-1-03

FILED  
03 JAN -6 PM 4:50  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Noel G. Lawrence, Esquire  
Florida Supreme Court  
Certified County Mediator

LAW OFFICES OF  
**Noel G. Lawrence, P.A.**  
Attorneys & Counselors at Law

101 East Union Street, Suite 200  
Jacksonville, Florida 32202

Telephone: (904) 356-9928  
Facsimile: (904) 356-6762  
E-Mail: NGLAWREN@prodigy.net

December 31, 2002

Florida Department of State  
Secretary of State  
The Capitol  
Plaza Level 2  
Tallahassee, Florida 32399-0250

**RE: GIBBS, LUSTER & DAVIS, P.A.**

THE ENCLOSED  
ARTICLES OF INCORPORATION and APPLICATION FOR  
REGISTRATION OF FICTITIOUS NAME  
ARE BEING SENT  
WITHOUT A COVER LETTER FOR  
CERTIFIED COPY and CERTIFICATE OF STATUS  
TO EXPEDITE DELIVERY  
THANK YOU.

Very truly yours,

  
NOEL G. LAWRENCE  
FOR THE FIRM

Enclosure (as stated)

NGL/caw

RECEIVED  
03 JAN -6 AM 8:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
GIBBS, LUSTER & DAVIS, P.A.**

**FILED**  
03 JAN - 6 PM 4:50  
SECRETARY OF STATE  
TALLAHASSEE FL 32304

I, the undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I**

**Name of Corporation**

The name of the corporation shall be **Gibbs, Luster & Davis, P.A.**

**ARTICLE II**

**Nature of Business**

The general nature of the business to be transacted by this corporation is to provide legal services, in and around Florida, including but not limited to the City of Jacksonville. This corporation will also engage in any other activities or business permitted under the laws of the United States and the State of Florida.

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, manage, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services, of every class, kind and description except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition. To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes or other evidences of indebtedness as required.

To produce corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of capitol stock of, or any bonds, securities, or other

**EFFECTIVE DATE**  
**1-1-03**

evidences or indebtedness created by other corporations of the State of Florida, or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges or ownership, including the right to vote such stock.

### **ARTICLE III**

#### **Stock**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is:

150

A. Shareholders of the corporation shall have preemptive rights to acquire their pro rata share of stock of the corporation for all issues of the one class of common stock of the corporation no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, acquisition of other corporations shares or property through merger or extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

B. This Article pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the shareholders.

C. No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be unanimously approved by the shareholders of the corporation.

D. There shall be no more than fifteen (15) shareholders of this corporation at any time. Said shareholders may be real persons and/or legal entities such as corporations, associations, or partnerships.

E. The shares shall be non-transferable and subject to the first right of refusal of the current share holders.

The current and only share holders are **Craig Gibbs, Reginald Luster** and **Dexter Van Davis**, who each own fifty (50) issued shares.

#### **ARTICLE IV**

##### **Term of Existence**

This corporation is to exist perpetually and will begin on **January 1, 2003**.

#### **ARTICLE V**

##### **Principal Place of Business**

The initial street address of the principal office of this corporation is **1200 Riverplace Boulevard, Suite 810, Jacksonville, Florida 32207**.

#### **ARTICLE VI**

##### **Directors**

The business affairs of the corporation shall be a President, one or more Vice - Presidents, a Secretary, and a Treasurer elected by shareholders as provided by the By-Laws of the Corporation. The shareholders may designate in the By-Laws for the deletion of the office of the Vice-President.

The present Directors and their addresses are:

President:	<b>REGINALD LUSTER</b> 1200 Riverplace Boulevard, Suite 810 Jacksonville, Florida 32207
Secretary:	<b>DEXTER VAN DAVIS</b> 1200 Riverplace Boulevard, Suite 810 Jacksonville, Florida 32207
Treasurer:	<b>CRAIG GIBBS</b> 1200 Riverplace Boulevard, Suite 810 Jacksonville, Florida 32207

#### **ARTICLE VII**

##### **Registered Agent**

The initial designation of the registered agent office of this corporation shall be **Reginald Luster, 1200 Riverplace Boulevard, Suite 810, Jacksonville, Florida 32207**. Pursuant to *Florida Statutes Section 607.164*, having been named to accept process of for the above stated corporation, at the place designated in these Articles of Incorporation, I

hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
REGINALD LUSTER

#### ARTICLE VIII

##### **Amendment**

The Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by a majority vote of the shareholders based on a majority of the stock entitled to vote thereon, unless all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### ARTICLE IX

##### **Indemnification**

This corporation shall indemnify an officer or Board Member, if any, to the full extent permitted by law.

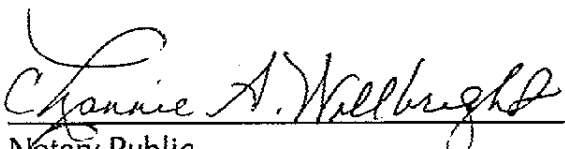
IN WITNESS WHEREOF, REGINALD LUSTER, the incorporator, has hereunto set  
his hand and seal this 30<sup>th</sup> day of December, 2002.

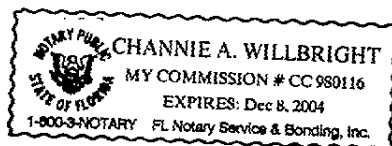
  
REGINALD LUSTER

STATE OF FLORIDA  
COUNTY OF DUVAL

BEFORE ME, the undersigned authority, personally appeared, REGINALD LUSTER,  
who after first being duly sworn, deposes and says that he is the person described in the  
foregoing Articles of Incorporation and he subscribed to those Articles of Incorporation, and  
produced Florida Drivers License as identification.

WITNESS my hand and official seal in the County and State named above, this  
30<sup>th</sup> day of December, 2002.

  
Notary Public



FILED  
03 JAN -6 PM 4:50  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA