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CORPORATION(S) NAME

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FLORIDA DEPARTMENT OF STATE Ken Detzner Secretary of State

January 13, 2003

EMPIRE

SUBJECT: LAW OFFICES OF MARLON E. BRYAN, P.A.

Ref. Number: W03000001049

We have received your document for LAW OFFICES OF MARLON E. BRYAN, 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 document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

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) 245-6878.

Alan Crum Document Specialist New Filing Section

Letter Number: 503A00001634

ARTICLES OF INCORPORATION

OF

LAW OFFICES OF MARLON E. BRYAN, P.A.

The undersigned incorporators, natural persons, competent to contract, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following articles of incorporation:

ARTICLE I NAME

The name of the corporation shall be:

LAW OFFICES OF MARLON E. BRYAN, P.A.



ARTICLE II INITIAL PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1451 West Cypress Creek Road, Suite 300 Fort Lauderdale, Florida 33309

ARTICLE III CAPITAL STOCK

The aggregate number of authorized shares is:

This corporation is authorized to issue Hundred (100) shares of One and NO/100 Dollars (\$1.00) par value common stock. Each outstanding share shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the shareholders, unless otherwise designated as "NONVOTING" by a resolution recorded in the corporation's minute book and a similar legend on the subject certificate(s). The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued therefor, as is determined from time to time by the board of directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed.

Law Offices of Marlon E. Bryan, P.A. 2 of 3

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial Registered Agent is:

MARLON E. BRYAN

1451 West Cypress Creek Road, Suite 300 Fort Lauderdale, Florida 33309

ARTICLE V NAMES AND ADDRESSES OF THE INCORPORATORS

The names and addresses of the Incorporators are:

MARLON E. BRYAN

1451 West Cypress Creek Road, Suite 300 Fort Lauderdale, Florida 33309

ARTICLE VI INITIAL BOARD OF DIRECTORS

All corporate power shall be exercised by and under the authority of the Board of Directors. All business and affairs of the corporation shall be managed under the direction of the Board of Directors. Any and all additional powers and duties conferred to or imposed upon the Board of Directors shall be by resolution of the shareholders. The number of directors may be either increased or diminished from time to time but shall never be less than one (1).

The name and address of the initial Directors are:

MARLON E. BRYAN

1451 West Cypress Creek Road, Suite 300 Fort Lauderdale, Florida 33309

ARTICLE VII DURATION

The corporation is to commence its corporate existence on January , 2003 and will exist perpetually.

Law Offices of Marlon E. Bryan, P.A. 3 of 3

ARTICLE VIII PURPOSE

The purpose of the corporation is:

To provide legal services to public as a law firm, including but not limited to those powers enumerated in Florida Statutes § 607.0302 et seq., as amended, and the doing of all lawful things related thereto.

ARTICLE IX PREEMPTIVE RIGHTS

Provisions limiting or denying to shareholders the preemptive rights to acquire additional or treasury shares of the corporation are reserved.

ARTICLE X RESTRAINT ON TRANSFER OF SHARES

The directors reserve the right to restrict and consent to all transfers of corporate stock to insure compliance with the requirements under 26 U.S.C. § 1361 (Subchapter S of the Internal Revenue Code).

ARTICLE XI INDEMNIFICATION

The corporation may indemnify any present or former officer, incorporator, or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE XII AMENDMENT

The directors reserve the right to alter, amend or repeal any provisions contained in these Articles of Incorporation, or to adopt new provisions. If common stock are issued, the shareholders reserve the right to alter, amend or repeal any provisions contained in these Articles of Incorporation, or to adopt new provisions. These Articles of Incorporation may be amended by a simple majority vote of the voting stock of the corporation that is present at any regular meeting of the shareholders called for the purpose. These Articles of Incorporation may be amended without a meeting as provided for in the Bylaws.

Law Offices of Marlon E. Bryan, P.A. 4 of 3

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation, this 31 day of December, 2002.

Marlon E. Bryan

C\My Documents\Marlon E. Bryan Law Firm\Articles of Incorporation\Articles of Incorporation for Law Offices of Marlon E. Bryan, P.A

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZATION UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

LAW OFFICES OF MARLON E. BRYAN, P.A.

2. The name and address of the registered agent and office is:

MARLON E. BRYAN

1451 West Cypress Creek Road, Suite 300 Fort Lauderdale, Florida 33309



Having been named as registered agent and to accept service of process for the above stated corporation at the place designed in this certificate, I hereby accept the 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.

(Signature)

(Date)

DIVISION OF CORPORATION, P.O BOX 6327, TALLAHASSEE, FL 32314