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Requester's Name  STUART E. GOLDBERG  'ATTORNEY ATTAW  P. O. BOX 12458  TALLAHASSEE, FL 32317-2458  City/State/Zip Phone #	2003 APR	23 PM 12: 42 TATE SSEE FLORIDA
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## ARTICLES OF INCORPORATION

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# ROBERT D. FINGAR, P.A. A PROFESSIONAL CORPORATION

The undersigned, who is duly licensed to practice law in the State of Florida, desiring to form a professional corporation in accordance with Chapters 607 and 621 of the Florida Statutes, adopts the following Articles of Incorporation:

#### ARTICLE I. NAME

The name of this Corporation shall be Robert D. Fingar, P.A.

# ARTICLE II. REGISTERED OFFICE AND AGENT AND PRINCIPAL OFFICE

The location and address of the Corporation's initial registered and principal office in Florida is 1424 East Piedmont Drive, Suite 201, Tallahassee, Florida 32308. The initial registered agent at the registered office is Robert D. Fingar. The Board of Directors may from time to time change the registered office to any other address in the State of Florida or change the registered agent.

#### ARTICLE III. PURPOSES

The professional corporation has all of the powers conferred on a professional service corporation organized under the laws of the State of Florida, except that the professional corporation does not have the power to engage in any business other than the practice of law. Nevertheless, the professional corporation may invest its funds in bonds, stocks, mortgages, real estate, and other kinds of investments, and the professional corporation may own any real or personal property that it necessary for the practice of law.

#### ARTICLE IV. DURATION

The term of existence of the Corporation is perpetual.

# ARTICLE V. PROFESSIONAL SERVICES

The professional services of the Corporation shall be rendered only through officers, employees, and agents who are duly licensed or otherwise legally authorized to practice law within the State of Florida. Professional services shall be rendered in each case by the officer, employee, or agent designated solely by this Corporation, acting through its duly elected officers. This provision shall not be applicable to the extent it is in conflict with the law or the professional rules of law practice.

#### ARTICLE VI. INCORPORATOR

The name and street address of the incorporator are:

Name

Address

Robert D. Fingar

1424 East Piedmont Drive, Suite 201 Tallahassee, Florida 32308

## ARTICLE VIL. DIRECTORS

The Board of Directors shall consist of one member. The name and address of the member of the first Board of Directors are:

Name

<u>Address</u>

Robert D. Fingar

1424 East Piedmont Drive, Suite 201 Tallahassee, Florida 32308

# ARTICLE VIII. CAPITAL STOCK

The number of shares of stock that the Corporation is authorized to have outstanding is 1,000, all of which shall be common shares with par value of \$1.00 per share.

# ARTICLE IX. TRANSACTIONS IN WHICH DIRECTORS OR OFFICERS ARE INTERESTED

- (a) No contract or other transaction between the Corporation and one or more of its Directors or officers, or between the Corporation and any other corporation, firm, or entity in which one or more of the Corporation's Directors or officers are directors or officers, or have a financial interest, shall be void or voidable solely because of such relationship or interest, or solely because such Director(s) or officer(s) are present at or participate in the meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies such contract or transaction, or solely because his or their votes are counted for such purpose, if:
- (1) The fact of such relationship or interest is disclosed or known to the Board of Directors or the committee which authorizes, approves or ratifies the contract or transaction by a vote or consent sufficient for the purpose, without counting the votes or consents of such interested Director or Directors; or
- (2) The fact of such relationship or interest is disclosed or known to the shareholders entitled to vote thereon, and they authorize, approve, or ratify such contract or transaction by vote or written consent; or
- (3) The contract or transaction is fair and reasonable as to the Corporation at the time it is authorized.

(b) Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee thereof which authorizes, approves, or ratifies such contract or transaction.

#### ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law and all rights conferred upon shareholders hereunder are granted subject to this reservation.

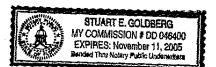
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 23<sup>-24</sup> day of April, 2003.

Incorporator

STATE OF FLORIDA COUNTY OF LEON

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Robert D. Fingar, personally known to me or who produced as identification, the person described as the incorporator in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed the same.

WITNESS my hand and official seal in the County and State named above this 23 day of April, 2003



Signature

Type/Print Notary name
Notary Public

Commission No.

My Commission Expires:

# CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

In compliance with Florida Statutes Sections 48.091 and 607.034, the following is submitted:

Robert D. Fingar, P.A., desiring to organize as a professional corporation under the laws of the State of Florida has designated 1424 East Piedmont Drive, Suite 201, Tallahassee, Florida 32308, as its initial registered office and has named Robert D. Fingar, located at said address, as its initial registered agent.

Incorporator

#### ACCEPTANCE OF APPOINTMENT AS RESIDENT AGENT

Having been named registered agent for the above stated professional corporation at the designated registered office, the undersigned hereby accepts said appointment, agrees to comply with the provisions of Florida Statutes Section 48.091 relative to keeping open said office and is familiar with, and accepts, the obligations provided for in Florida Statutes Section 607.325.

Registered Agent

Date: 4/23/03

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