

PO3000058867

(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



700019075787

05/20/03--01029--010 **78.75

FILED
03 MAY 20 PM 3:21
STATE
TALLAHASSEE, FLORIDA

MAY 23 2003

Law Office of

David B. McEwen, P.A.

100 First Avenue South
Suite 340
St. Petersburg, FL 33701

(727) 896-1600

Fax (727) 894-4444

E-mail: dbmcewen@tampabay.rr.com

Or dbmcpao@justice.com

May 6, 2003

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

Re: RPh Consulting Company


Gentlemen:

Enclosed please find the Articles of Incorporation with reference to the above corporation, together with a check in the amount of \$78.75 to cover the following fees:

Filing Fee	\$35.00
Certified Copy	8.75
Registered Agent Fee	<u>35.00</u>
TOTAL:	\$ 78.75

Please file the original Articles and return to me a certified copy of same. Thank you.

Sincerely,



David B. McEwen

DBM:kc
Enclosure

cc: Mr. Anthony L. Wolfenbarger (enclosure)

**Articles of Incorporation of
RPh Consulting Company
a Florida General Corporation**

FILED
03 MAY 20 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1. NAME. The name of this corporation is RPh Consulting Company.

ARTICLE 2. ENABLING LAW. This corporation is organized pursuant to the Florida General Corporation Act of the State of Florida, as set forth in the Florida Statutes.

ARTICLE 3. PURPOSE. The Corporation is organized in order to engage in any lawful purpose or purposes, allowed under the laws of the United States of America or the State of Florida.

ARTICLE 4. TERM. This Corporation shall have a perpetual existence.

ARTICLE 5. CAPITAL STOCK. The corporation is authorized to issue 7500 shares of capital stock, all of one class, at \$1.00 par value.

ARTICLE 6. INCORPORATOR. The name and address of the Incorporator signing these Articles of Incorporation is:

Anthony L. Wolfinbarger
3093 Regal Oaks Boulevard
Palm Harbor, Florida 34684

ARTICLE 7. BOARD OF DIRECTORS. The corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by an amendment of the Bylaws duly adopted in the manner provided by law, but that number shall never be less than one (1). Directors shall be elected annually by majority vote of the shareholders. The name and address of the initial director is:

Anthony L. Wolfinbarger
3093 Regal Oaks Boulevard
Palm Harbor, Florida 34684

ARTICLE 8. PRINCIPAL OFFICE AND REGISTERED AGENT. The address of this Corporation's principal office in the State of Florida is 3093 Regal Oaks Boulevard, Palm Harbor, Florida 34684.

The name of this Corporation's initial registered agent is Anthony L. Wolfinbarger at RPh Consulting Company, 3093 Regal Oaks Boulevard, Palm Harbor, Florida 34684.

ARTICLE 9. BYLAWS. Bylaws will be hereinafter adopted by the Board of Directors. Such Bylaws may be amended or repealed, in whole or in part, in the manner

provided therein. Any amendments to the Bylaws shall be binding on all shareholders.

ARTICLE 10 AMENDMENT TO ARTICLES. The 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 shareholders is subject to this reservation.

ARTICLE 11 PREEMPTIVE RIGHTS. Each shareholder of the corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in the corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares held by such shareholder at the time of the stock issue or sale bears to the total number of shares outstanding exclusive of treasury shares as nearly as may be done without the issuance of fractional shares. This preemptive right shall be deemed waived by any shareholder who fails to pay for the appropriate number of shares preempted within thirty (30) days after a written notice is received by such shareholder inviting the shareholder to exercise his preemptive rights. Such notice shall include the price, terms, and other conditions of the proposed stock issue or sale. This preemptive right may also be waived by an affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days after receipt of the above-described notice.

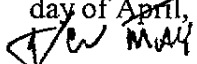


Anthony L. Wolfinbarger, Incorporator

STATE OF FLORIDA)
COUNTY OF PINELLAS)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take acknowledgments in the State and County above, personally appeared Anthony L. Wolfinbarger, to me well known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

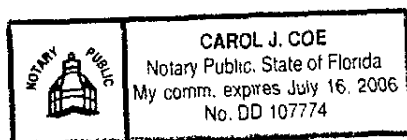
WITNESS my hand and official seal in the State and County named above this 16th
day of April, 2003.


My Commission Expires: 7/16/2006



NOTARY PUBLIC

Printed name: Carol J. Coe
Commission #: DD 107774



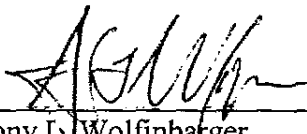
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

The following is submitted in compliance with Chapter 48.091 and Chapter 607.051,
et seq., of the Florida Statutes:

RPh Consulting Company, desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation at the City of Palm Harbor, County of Pinellas, State of Florida, has named Anthony L. Wolfinbarger, located at 3093 Regal Oaks Boulevard, Palm Harbor, Florida 34684, as its agent to accept service of process within this state.

ACCEPTANCE:

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby accept the appointment to act in this capacity and agree to comply with Florida law relative to keeping said office open.



Anthony L. Wolfinbarger
Registered Agent

C:\My Documents\Client Files\RPh Consulting Co\ArticlesIncorp.wpd

FILED
03 MAY 20 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA