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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

03 JUL 23 PM 5:01

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# CHIUMENTO & ASSOCIATES, P.A.

## ATTORNEYS AT LAW

4 Old Kings Road North, Suite B

Palm Coast, FL 32137

Email: [info@palmcoastlaw.com](mailto:info@palmcoastlaw.com)

Law Offices (386) 445-8900

Fax (386) 447-1336

Michael D. Chiumento

Donald J. Seps

Michael D. Chiumento III

Gary B. Davenport

Real Estate Dept (386) 445-9034

Real Estate Fax (386) 445-6702

July 21, 2003

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Reid & Gussman, P.A.

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation concerning Reid & Gussman, P.A., together with our firm's check in the amount of \$78.75 representing your filing fee. If all is in order, kindly file the Articles and return a certified copy of same to the undersigned.

If you have any questions, please do not hesitate to call.

Sincerely,



Karolyn Sheekey  
Secretary

encl.

**ARTICLES OF INCORPORATION**  
of  
**REID & GUSSMAN, P.A.**

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03 JUL 23 PM 5:01  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned subscribers of these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of this corporation is:

**REID & GUSSMAN, P.A.**

**ARTICLE II. NATURE OF BUSINESS**

The purposes for which this corporation is initially organized are to engage in every phase and aspect of the general practice of real estate sales, rendering the same professional services to the public that a real estate salesman, duly licensed under Florida laws is authorized to render, but such services will be rendered only through the corporation's officers, employees, and agents who are duly authorized under Florida laws to practice real estate sales; and to engage in every and any aspect and phase of any and every lawful business which professional service corporations practicing real estate sales may engage in under the Florida Professional Service Corporation Act, including, but not limited to, the following activities:

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries.

To loan money, to contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payments of corporate indebtedness as required.

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

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and whole owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

### **ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares of common stock with a no par value. The consideration to be paid for each share shall be fixed by the Board of Directors. There shall be no other class of stock. The incorporators may, by contract, restrict the alienability of this stock. An endorsement shall be made upon each certificate of stock indicating the existence of such contract. No person shall acquire stock in this corporation unless such person shall be a licensed attorney licensed to practice law in the State of Florida, but this provision shall not prevent the personal representative of a deceased stockholder or the guardian of an incompetent stockholder from taking possession of such stock in accordance with the requirements of law until such stock can be sold or otherwise disposed of to an attorney licensed to practice law in the State of Florida.

### **ARTICLE IV. INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is ONE HUNDRED DOLLARS.

### **ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

### **ARTICLE VI. ADDRESS**

The street and mailing address of the initial principal office of this corporation in the State of Florida is 5 Shinnecok Drive, Palm Coast, FL 32137. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

### **ARTICLE VII. DIRECTORS**

The corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time, by By-Laws adopted by the stockholders.

### **ARTICLE VIII. INITIAL DIRECTORS**

The names and post office addresses of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
Henry C. Reid	5 Shinnecok Drive Palm Coast, FL 32137
Janice Gussman	5 Shinnecok Drive Palm Coast, FL 32137

### **ARTICLE IX. INCORPORATORS**

The name and post office address of each incorporator of these Articles of Incorporation is:

Name

Address

Henry C. Reid

5 Shinnecok Drive  
Palm Coast, FL 32137

Janice Gussman

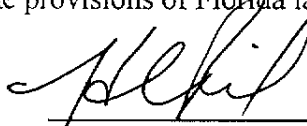
5 Shinnecok Drive  
Palm Coast, FL 32137

### **ARTICLE X. AMENDMENT**


These Articles of Incorporation may be amended in the manner provided by law.

### **ARTICLE XI. REGISTERED AGENT AND OFFICE**

The registered agent and office for this corporation shall be Michael D. Chiumento, Esquire, 4 Old Kings Road North, Suite B, Palm Coast, Florida 32137, to accept service of process within this State as to this corporation. The Registered Agent and office of the Corporation may be changed by the Corporation at any time in accordance with the provisions of Florida law.



HENRY C. REID, Incorporator



JANICE GUSSMAN, Incorporator

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING  
IS SUBMITTED:

FIRST: THAT REID & GUSSMAN, P.A., DESIRING TO ORGANIZE OR QUALIFY  
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF

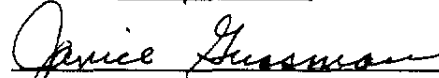
U.

BUSINESS AT 5 SHINNECOK DRIVE, PALM COAST, FLORIDA 32137, HAS NAMED  
MICHAEL D. CHIUMENTO, ESQUIRE, 4 OLD KINGS ROAD NORTH, SUITE B, STATE OF  
FLORIDA, 32137 AS ITS REGISTERED AGENT AND OFFICER TO ACCEPT SERVICE OF  
PROCESS WITHIN FLORIDA.



HENRY C. REID

DATE: 7/16, 2003



JANICE GUSSMAN

DATE: 7/16, 2003

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY  
AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE  
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE  
PERFORMANCE OF MY DUTIES.



MICHAEL D. CHIUMENTO  
REGISTERED AGENT

DATE: 7/16, 2003

FILED  
03 JUL 23 PM 5:01  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA