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# MORGAN & BARBARY ATTORNEYS AND COUNSELORS AT LAW A TROFESSION ALL ASSOCIATION

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OF COUNSEL RONALD L. ECKER II TRACY HAUCK August 12, 2003

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

Re: FAMILY MEDIATION OF BREVARD, INC.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of Family Mediation of Brevard, Inc., for filing. Please also find enclosed my check in the amount of \$78.75 to cover the cost of the filing fees. Please return a certified copy of the Articles at your earliest convenience.

If you have any questions in regard to the foregoing, or if you require any additional information, please do not hesitate to contact me. Thank you for your kind assistance.

Your cooperation and assistance in this matter are greatly appreciated.

Very truly yours,

Kelli Jo Holt, Kegal Assistant to

Richard J. Feinberg, Esquire

kjh Enclosures

# ARTICLES OF INCORPORATION OF FAMILY MEDIATION OF BREVARD, INC.

FILED
03 AUG 15 AMII:
SECRETARY OF ST.
TALLAHASSEE, FLO

#### ARTICLE I - NAME

The name of this corporation is FAMILY MEDIATION OF BREVARD, INC.

#### ARTICLE II - DURATION

This corporation has perpetual existence unless otherwise specified in the Articles of Incorporation.

# ARTICLE III CORPORATION PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the State of Florida, and more specifically the business of Family Mediations.

#### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Five Hundred (500) shares of common stock, with a par value of One Dollar (\$1.00) per share.

## ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 730 East Strawbridge Avenue, Suite 200, Melbourne, Florida 32901 and the name of the initial Registered Agent of this corporation is RICHARD FEINBERG, 730 East Strawbridge Avenue, Suite 200, Melbourne, Florida 32901.

#### ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one (1). The names and addresses of the initial director of this corporation is:

RICHARD FEINBERG, 730 East Strawbridge Avenue, Suite 200, Melbourne, Florida 32901

# ARTICLE VI(A) INITIAL CORPORATE OFFICERS

The initial corporate officers shall be as follows:

President:

RICHARD FEINBERG

Vice President: DONNA LEE FEINBERG

Secretary:

RICHARD FEINBERG

Treasurer:

RICHARD FEINBERG

#### ARTICLE VII-BY-LAWS

The power to adopt, alter, amend, or repeal By-laws shall be vested in the Board of Directors and the Shareholders.

# ARTICLE VIII RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set next to their names:

Richard Feinberg

500 shares

Shares held by the initial Shareholder listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining Shareholder(s) or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by a written agreement among all of the Shareholder(s) and this corporation.

# ARTICLE IX CUMULATIVE VOTING

At each election for Directors, every Shareholder entitled to vote at each election shall have the right to cumulate his votes by giving one candidate as many votes as the number of Directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

# ARTICLE X CALLING FOR SPECIAL MEETINGS

Special meetings of the Shareholders may be called by not less than one tenth (1/10) of the shares entitled to vote.

# ARTICLE XI APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the Shareholder of this corporation to any plan of merger shall be required in every case, whether or not such approval is required law.

## ARTICLE XII RIGHT OF SHAREHOLDERS TO DISSENT

The Shareholders of this corporation shall have the right to dissent from any corporate actions from which Shareholders are entitled to dissent under the Florida General Corporate Act, even though on the date fixed to determine the Shareholders entitled to vote on such corporate actions the shares of this corporation were registered on a national securities exchange or held of record by not less than two-thousand (2,000) Shareholders.

# ARTICLE XIII INITIAL PRINCIPAL CORPORATE OFFICE AND ADDRESS

The initial corporation's principal office shall be located at 730 East Strawbridge Avenue, Suite 200, Melbourne, Florida 32901 and the initial mailing address of the corporation shall be 730 East Strawbridge Avenue, Suite 200, Melbourne, Florida 32901.

#### ARTICLE XIV - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the Shareholders is subject to this reservation.

#### ARTICLE XV - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former Officer or Director to the full extent permitted by law.

# ARTICLE XVI - INCORPORATORS The initial subscriber to this corporation is Richard Feinberg. IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this the day of July, 2003. RICHARD FEINBERG STATE OF FLORIDA ) ss: COUNTY OF BREVARD )

BEFORE ME, the undersigned authority authorized to take acknowledgments personally appeared RICHARD FEINBERG, to me well known and acknowledged before me that he

executed the foregoing as his act and deed. SWORN TO AND SUBSCRIBED before me this day of July, 2003. Kelli Jo Holt ommission # CC 995**607** ires March 9, 2005 PRINTED NAME OF NOTARY PUBLIC ACCEPTANCE BY REGISTERED AGENT Having been named to accept service of process of FAMILY MEDIATION OF BREVARD, INC., a Florida corporation at 730 Fast Strawbridge Avenue, Suite 200, Melbourne, Florida 32901, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida Statute relative to keeping open said office for service of process. STATE OF FLORIDA ) ss: COUNTY OF BREVARD BEFORE ME, the undersigned authority authorized to take acknowledgments personally appeared RICHARD FEINBERG, to me well known and acknowledged before me that he

executed the foregoing as his act and deed.

SWORN TO AND SUBSCRIBED before me this

JIARY PUBLIC Commission & CC 993607 Expires March 9, 2005 Bonded Thra Atlantic Bonding Co., Inc.

day of July, 2003.

PRINTED NAME OF NOTARY PUBLIC

03 AUG 15 AM (1: 33)
SECRETARY OF STATE