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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.
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TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

TM CARTER, P.A.

Certificate of Status	0
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4/12/04



FLORIDA DEPARTMENT OF STATE

Glenda H. Hood
Secretary of State

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TALLAHASSEE FLORIDA

April 7, 2004

FAS-T

SUBJECT: TM CARTER, P.A.
REF: W04000013596

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

You must list the corporation's principal office and/or a mailing address in the document.

If you have any further questions concerning your document, please call (850) 245-6927.

Tracy Smith
Document Specialist
New Filings Section

FAX Aud. #: H04000072115
Letter Number: 204A00022832

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TALLAHASSEE FLORIDA

SWORN AFFIDAVIT

STATE OF FLORIDA)
COUNTY OF Hillsborough)

SS:

TRISHA M. CARTER personally knows the facts stated herein.

1. I was the incorporator, sole director and shareholder of TM Carter, Inc. that was incorporated with the State of Florida on or about February 25, 2004 and assigned document number P04000037497.

2. Shortly thereafter, I executed and transmitted to the Florida Division of Corporations, Articles of Dissolution for TM Carter, Inc. The voluntary dissolution was filed and effectuated by the Florida Division of Corporations on or about March 22, 2004.

3. I have no intention, whether present or future, to revoke or otherwise alter or modify the Articles of Dissolution for TM Carter, Inc. that I previously executed and submitted to the Florida Division of Corporations.

4. On or about March 18, 2004, I executed articles of incorporation for the formation of TM Carter, P.A. My intention and purpose for incorporating TM Carter, P.A. is to supersede and replace TM Carter, Inc. that was previously incorporated in error and subsequently voluntarily dissolved.

Under penalties of perjury, I declare that I have read the foregoing affidavit and the facts stated in it are true.

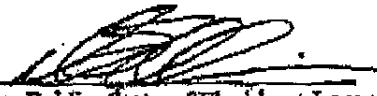

TRISHA M. CARTER



Affidavit of Trisha M. Carter

Sworn to and subscribed before me on March 29, 2004, 2004 by Trisha M. Carter




Notary Public, State of Florida at Large
Name: Damon Sullivan
Commission No.: DD 9274344
My Commission Expires: 12/11/07

Personally Known ☒ OR Produced Identification _____ Type of
Identification Produced _____

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ARTICLES OF INCORPORATION
OF
TM CARTER, P.A.

2004 APR -8 AM 8:54

ALLAHAASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract and legally authorized to practice the profession of real estate brokerage in the State of Florida, hereby proceeds to form a professional corporation in accordance with the Florida Professional Service Corporation and Limited Liability Company Act, and hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I NAME

The name of this corporation is TM Carter, P.A.
THE PRINCIPAL ADDRESS OF THE COMPANY IS: 4625 RIVER OVERLOOK DRIVE
VALRICO, FL 33594.

ARTICLE II. PURPOSE AND NATURE OF BUSINESS

The purpose of the Corporation and the nature of its business are as follows:

1. To engage in the practice of real estate brokerage as a professional service corporation and to provide services incident thereto.
2. To own property, enter into contracts and carry on any activity necessary or incidental to the accomplishment or furtherance of the purpose of this Corporation.
3. The services of this Corporation which consist of the practice of real estate brokerage shall be carried out only through officers, employees and agents who are licensed by and in good standing with both the Florida Department of Business and Professional Regulation, Division of Real Estate, and the Florida Real Estate Commission to render the service of real estate brokerage.
4. To do everything necessary, proper or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act incidental thereto which is not forbidden by the law of the State of Florida, by the rules and regulations of the Florida

Department of Business and Professional Regulation, Division of Real Estate, and the Florida Real Estate Commission, or by the provisions of these Articles of Incorporation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 1000 shares having a par value of \$1.00 per share. Such shares shall be of a single class of common stock. None of these shares of the Corporation may be issued to anyone other than an individual who is duly licensed to practice real estate brokerage in the State of Florida and is licensed by and in good standing with the Florida Department of Business and Professional Regulation, Division of Real Estate, and the Florida Real Estate Commission.

ARTICLE IV. DURATION

The Corporation shall have perpetual existence.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 4625 River Overlook Drive, Valrico, Florida 33594, and the name of its initial registered agent is Trisha M. Carter.

ARTICLE VI. DIRECTORS

The Corporation shall be managed by a Board of Directors of at least one (1) Director. No person shall serve as a Director of the Corporation unless the person is duly licensed to practice real estate brokerage and is licensed by and in good standing with the Florida Department of Business and Professional Regulation, Division of Real Estate, and the Florida Real Estate Commission. The Directors shall be elected by the shareholders of the Corporation. The name and street address of each person who is to serve as a member of the initial Board of Directors is as follow:

Trisha M. Carter

4625 River Overlook Drive
Valrico, Florida 33594

The names and addresses of the subscribers, who are the incorporators of this Corporation, each of whom is duly licensed in the State of Florida to practice real estate brokerage, are as follows:

Trisha M. Carter

4625 River Overlook Drive
Valrico, Florida 33594

ARTICLE VIII. RESTRAINT ON ALIENATION

No shareholder may sell or transfer her shares in the Corporation except to another individual who is eligible to be a shareholder of the Corporation under Florida law.

ARTICLE IX. DISQUALIFICATION

If any officer, shareholder, agent or employee of the Corporation who has been rendering professional service to the public for the Corporation becomes legally disqualified to render such professional services within Florida or accepts employment that places restrictions or limitations upon his or her continued rendering of such professional services, then the Corporation shall require him or her to comply with the Florida Professional Service Corporation and Limited Liability Company Act by severing all employment with and financial interests in the Corporation.

ARTICLE X. AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this the 19th day of March, 2004.


Trisha M. Carter

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED 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 professional corporation is TM Carter, P.A.
2. The name and address of the registered agent and office is:

Trisha M. Carter
4625 River Overlook Drive
Valrico, Florida 33594

Having been named as registered agent and to accept service of process for the above stated
corporation at the place designated 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.


Trisha M. Carter

3.12.04
Date

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