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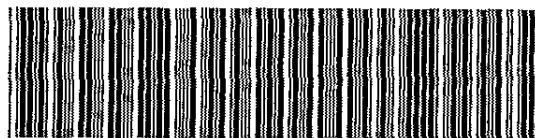
(Business Entity Name)

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04/19/04--01030--013 \*\*78.75

EFFECTIVE DATE  
04/13/2004

FILED  
04 APR 19 PM 3:01  
SEC. 1  
TALLAHASSEE, FLORIDA

TH 4/30/04  
1575

ROBERT S. THURLOW, P.A.  
ATTORNEY AT LAW  
CERTIFIED FAMILY MEDIATOR  
415 CANAL STREET  
NEW SMYRNA BEACH, FLORIDA 32168

ASSISTANTS:  
JANE MYERS: FAMILY & CIVIL  
DIANE EYRE: ESTATES & PROPERTY  
MARJORIE THURLOW: CLIENT SERVICES  
GLENDA SNELL: ACCOUNTING

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April 14, 2004

Florida Department of State  
Corporate Records Bureau  
Div. of Corporations  
P.O. Box 6327  
409 E. Gaines Street  
Tallahassee, FL 32301

RE: EVELYN GRASSO, P.A.

Dear Sir/Madam:

Enclosed are the following:

1. Original Articles of Organization and one copy
2. Total fee of \$78.75 fee
3. Return envelope

Please process the articles, and return a stamped copy of the articles and certificate of incorporation. Should you have any questions, please do not hesitate to call.

Very truly yours,



Robert S. Thurlow

RST:jkm  
Enclosures  
cf: Client



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

April 22, 2004

ROBERT S. THURLOW, ATTORNEY  
415 CANAL ST  
NEW SMYRNA BEACH, FL 32168

SUBJECT: EVELYN GRASSO, P.A.  
Ref. Number: W04000015675

RECEIVED  
04 APR 30 PM 2:42  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

We have received your document for EVELYN GRASSO, P.A. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

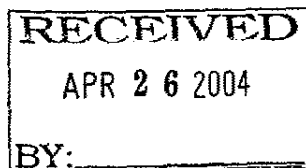
The specific nature of business of the professional association must be stated in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6855.

Tammy Hampton  
Document Examiner  
New Filings Section

Letter Number: 604A00026815



**EFFECTIVE DATE**

04/13/2004

**ARTICLES OF INCORPORATION**

**FILED**

**OF**

04 APR 19 PM 3: 01

**EVELYN GRASSO, P.A.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a professional service corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

**Article 1. Name.** The name of the Corporation is: **EVELYN GRASSO, P.A.**

**Article 2. Address of principal office.** The address of the principal office and the mailing address of the corporation is 1851 Maytown Road, Oak Hill, FL 32759.

**Article 3. Duration.** The duration of the Corporation is perpetual.

**Article 4. Purpose.** The general purposes for which the Corporation is organized are the following:

**A.** To engage in and transact any lawful business, including but not limited to providing real estate agency services, for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

**B.** To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

**Article 5. Capital Stock.** The aggregate number of shares which the Corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

**Article 6. Initial Registered Office and Agent.** The initial Registered Agent is Eve Grasso, and the street address of the initial Registered Office of the Corporation is 1851 Maytown Road, Oak Hill, FL 32759.

**Article 7. Initial Board of Directors.** The number of Directors constituting the initial Board of Directors is two (2). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

Eve Grasso                      1851 Maytown Road  
Oak Hill, FL 32759

Vincent C. Grasso              1851 Maytown Road  
Oak Hill, FL 32759

**Article 8. Incorporators.** The name and address of each  
Incorporator is as follows:

Eve Grasso                      1851 Maytown Road  
Oak Hill, FL 32759.

**Articles 9. Amendment.** The Corporation reserves the right  
to amend or repeal any provisions contained in these Articles of  
Incorporation or any amendment to them, and any right conferred  
upon the Shareholders is subject to this reservation.

**Article 10. Preemptive Rights.** Each Shareholder of the  
Corporation shall have the right to purchase, subscribe for, or  
receive a right or rights to purchase or subscribe for, at the  
price for which it is offered to others, that Shareholder's pro  
rata portion of the following:

A. Any stock of any class that the Corporation may issue  
or sell, whether or not exchangeable for any stock of the  
Corporation of any class or classes, and whether or not of unissued  
shares authorized by the Articles of Incorporation as originally  
filed or by any amendment thereof or out of shares of stock of the  
Corporation acquired by it after the issuance thereof, and whether  
issued for cash or other consideration; or

B. Any obligation that the Corporation may issue or sell  
which is convertible into or exchangeable for any stock of the  
Corporation of any class or classes, or to which is attached or  
pertinent any warrant or warrants or other instruments conferring  
on the holder the right to subscribe for or purchase from the  
Corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any Shareholder who does  
not exercise it and pay for the shares preempted within thirty (30)  
days after receipt of written notice from the Corporation stating  
the price, terms and conditions of the issue of shares and inviting  
the Shareholder to exercise this preemptive right. This right may  
also be waived by a written waiver signed by the Shareholder.

**Article 11. Stock Transfer Restrictions.** Shares of capital  
stock of the Corporation shall be issued to the following persons  
in the following amounts upon payment of the consideration  
determined by the Board of Directors:

Shareholder

Number of Shares

Eve Grasso

100

Shares held by each Shareholder may not be sold or otherwise transferred to other persons unless first offered to this Corporation or to the remaining Shareholders in proportion to their shares. The price, terms and other provisions regarding this restriction may be specified by written agreement among the Shareholders, which agreement may expand this Article and which may also include the Corporation as a party.

**Article 12. Rights of Initial Directors.** Each of the initial Directors shall have the right to be a Director of the Corporation as long as that respective Director is a Shareholder of the Corporation. By acquiring stock in this Corporation, each Shareholder agrees to abide by this right and to elect each of the initial Directors named in these Articles of Incorporation to the office of Director as long as that Director is a Shareholder of the Corporation. This Article may not be amended in any way without the written consent of each of the initial Directors who is a Shareholder of the Corporation at the time of the amendment.

**Article 13. Bylaws.** The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

**Article 14. Commencement of Corporate Existence.** In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 13th day of April, 2004.



EVE GRASSO

STATE OF FLORIDA  
COUNTY OF VOLUSIA

Before me personally appeared **EVE GRASSO**, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 13th day of April, 2004.

My commission expires:



Jane K. Myers  
MY COMMISSION # DD232566 EXPIRES  
October 27, 2007  
BONDED THRU TROY FARM INSURANCE INC

Jane K. Myers  
Notary Public - State of Florida

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of Evelyn Grasso, P.A., which is contained in the foregoing Articles of Incorporation.

DATED this 13th day of April, 2004.

Eve Grasso  
Eve Grasso  
Registered Agent