

POH000114581

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H04000158893 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

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

From:

Account Name : BAKER & HOSTETTLER LLP
Account Number : I19990000077
Phone : (407) 649-4043
Fax Number : (407) 841-0168

FILE
ALLAHOSEE FLORIDA

2004 AUG -4 PM 1:22

FLORIDA PROFIT CORPORATION OR P.A.

R. Randolph Lyon, Jr., P.A.

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$87.50

Electronic Filing Menu

Corporate Filing

Public Access Help

g 8/5/04



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

2004 AUG -4 PM 1:22

TALLAHASSEE FLORIDA

August 4, 2004

BAKER & HOSTETLER LLP

SUBJECT: R. RANDOLPH LYON, JR., P.A.
REF: W04000029640

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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

If you have any further questions concerning your document, please call (850) 245-6929.

Justin M Shivers
Document Specialist
New Filings Section

FAX Aud. #: H04000158893
Letter Number: 804A00048515

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

Aug-04-04 15:52 From-BAKER&HOSTETLER
Fax Audit # H04000158893 3

4078410168

T-656 P.003/006 F-844

Baker & Hostetler, LLP
200 S. Orange Ave., Ste. 2300
Orlando, FL 32801
(407) 649-4000

Articles of Incorporation

of

R. Randolph Lyon, Jr., P.A.

ARTICLE I

Name and Duration

The name of the Corporation is R. Randolph Lyon, Jr., P.A. The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Secretary of State.

ARTICLE II

Principal Office

The street address of the principal office of the Corporation is 215 Celebration Place, Suite 200, Celebration, Florida 34747.

ARTICLE III

Registered Office and Agent

The address of the registered office in the State of Florida is 215 Celebration Place, Suite 200, in the City of Celebration, County of Osceola, 34747. The name of the registered agent at such address is R. Randolph Lyon, Jr.

ARTICLE IV

Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the sole and specific purpose of the Corporation are to render real estate brokerage services and any lawful act or activity allowed under and in accordance with the Florida Statutes.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted under and in accordance with the Florida Statutes.

Fax Audit # H04000158893 3

SOLICITORS, 00000, 00080, 100604695.1, Articles of Incorporation - R. Randolph Lyon, Jr., P.A.

2004 AUG -4 PM 1:22
TALLAHASSEE FLORIDA

Fax Audit # H04000158893 3

ARTICLE V

Capital Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 1,000 shares of Common Stock ("Common Stock"), \$.01 par value per share.

ARTICLE VI

Incorporator

The name and mailing address of the incorporator of this Corporation is as follows:

Name

Address

R. Randolph Lyon, Jr.

215 Celebration Place, Ste. 200
Celebration, FL 34747

ARTICLE VII

Board of Directors

1. The number of members of the Board of Directors may be increased or diminished from time to time as provided by the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

ARTICLE VIII

Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

Fax Audit # H04000158893 3



Fax Audit # H04000158893 3

ARTICLE IX

Bylaws

The power to adopt, amend or repeal bylaws for the management of this Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE X

Indemnification

The Corporation shall indemnify any incorporator, officer or director, or any former incorporator, officer or director, to the full extent permitted by law.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

DATED at Celebration, Osceola County, Florida, this 22nd day of August, 2004.


R. Randolph Lyon, Jr.

Fax Audit # H04000158893 3

Fax Audit # H04000158893 3

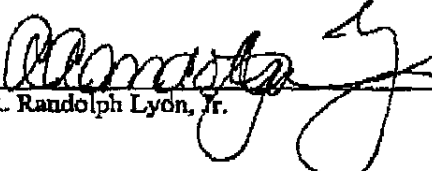
REGISTERED AGENT CERTIFICATE

In pursuance of the Florida Business Corporation Act, the following is submitted, in compliance with said statute:

That R. RANDOLPH LYON, JR., P.A., 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 Celebration, County of Osceola, State of Florida, has named R. Randolph Lyon, Jr., located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent for the above-stated Corporation, at the place designated in this Certificate, the undersigned, hereby accepts to act in this capacity, and agrees to comply with the provision of said statute relative in keeping open said office, and further states that it is familiar with §607.0501, Florida Statutes.


R. Randolph Lyon, Jr.

DATED: 2 AUGUST, 2004

Fax Audit # H04000158893 3

4

SOLICITORS, 09900, 00000, 100604695.1, Articles of Incorporation - R. Randolph Lyon, Jr., P.A.

2004 AUG -4, PM 1:22
TALLAHASSEE FLORIDA