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#### MALLORY & MALLORY

**ATTORNEYS AT LAW** 

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\* FLORIDA SUPREME COURT CERTIFIED FAMILY LAW MEDIATOR

December 28, 2004

PETER A. MALLORY\*

SHERRI DENTON MALLORY

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

RE: BRENDA WAINWRIGHT, O.D., P.A.

#### Gentlemen:

Enclosed please find original and one (1) copy of Articles of Incorporation for the abovenamed corporation, Designation of Registered Agent and Acknowledgment. Also enclosed is this firm's check in the amount of \$78.75 for the filing fee, registered agent designation and certified copy. Please return the certified copy to my office at the above address.

Thank you for your assistance. Please contact my office if you have any questions.

Sincerely,

MALLORY & MALLÓRY

Peter A. Mallory

PAM/po Enclosure(s)

## ARTICLES OF INCORPORATION

# OF BRENDA WAINWRIGHT, O.D., P.A.

#### Article I - Name

The name of this corporation is BRENDA WAINWRIGHT, O.D., P.A. The initial street address of the principal office is 1410 Massachusetts Ave., Lynn Haven, Florida 32444, and the mailing address is the same.

#### Article II - Duration

This corporation shall exist perpetually, commencing with the date of execution and acknowledgment of these Articles.

#### Article III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and Florida.

#### Article IV - Capital Stock

This corporation is authorized to issue one thousand (100) shares of one dollar (\$1.00) par value common stock.

#### Article V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1410 Massachusetts Ave., Lynn Haven, Florida 32444, and the name of the initial registered agent of this corporation at that address is BRENDA WAINWRIGHT.

#### Article VI - Initial Board of Directors

This corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial directors of this corporation is:

Brenda Wainwright 1410 Massachusetts Ave. Lynn Haven, Florida 32444

#### Article VII - Incorporators

The name and address of the person(s) signing these Articles is as follows:

Brenda Wainwright 1410 Massachusetts Ave. Lynn Haven, Florida 32444

#### Article VIII - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders. By-Laws adopted by the Shareholders may be repealed or changed only by the Shareholders. By-Laws adopted by the Board of Directors may be repealed or changed by the Board of Directors or by the Shareholders.

#### Article IX - Indemnification

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

#### Article X - Amendment of Articles of Incorporation

These Articles of Incorporation may be amended in any manner and by way of any procedure provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has hereunto executed these Articles

of Incorporation this \_\_\_\_\_ day of December 2004.

SRENDA WAINWRIGHT, Director

### STATE OF FLORIDA COUNTY OF BAY

COUN	TTY OF BAY	• •
The fo BREN	regoing instrument was acknowledged before DAWAINWRIGHT, who: (notary must che	ore me this 2800 day of December 2004 by eck applicable box)
	is personally known to me. produced a current Florida driver's license a produced as identification.	
	PAULETTA E. OWENS Notary Public - State of Florida My Commission Expires Aug. 20, 2006 Commission No. DD 140841	Tambata E. Owen,
	(SEAL)	(Print Name)
	PAULETTA E. OWENS  Notary Public - State of Florida  My Commission Expires Aug. 20, 2006  Commission No. DD 140841	Notary Public Serial # My Commission Expires:

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First - That BRENDA WAINWRIGHT, O.D., P.A., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 1410 Massachusetts Ave., Lynn Haven, Florida 32444, State of Florida, has named BRENDA WAINWRIGHT, located at 1410 Massachusetts Ave., Lynn Haven, Florida 32444, County of Bay, State of Florida, as its agent to accept service of process within this state.

BRENDA WAINWRIGHT, Director

#### **ACKNOWLEDGEMENT**

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Dated this  $\frac{28}{}$  day of December 2004.

BRENDA WAINWRIGH

Registered Agent