

Division of Corporations

**P05000012676**

Florida Department of State  
Division of Corporations  
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2005 JAN 25 A 11:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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**FLORIDA PROFIT CORPORATION OR P.A.****Gregory P. Miles, P.A.**

Certificate of Status	1
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**ARTICLES OF INCORPORATION  
OF  
GREGORY P. MILES, P.A.**

**FILED**  
2005 JAN 25 A 11:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, a natural person, who is licensed to practice the profession of law in the State of Florida, hereby enters into these Articles of Incorporation for the purpose of forming a professional corporation in accordance with the Florida Professional Service Corporation Act, and hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I - NAME**

The name of the corporation is **GREGORY P. MILES, P.A.** and the principal office address is 1840 Via Contessa, Winter Park, Florida 32789.

**ARTICLE II - DURATION**

The period of the corporation's duration shall be perpetual, or until dissolved on a vote of the shareholders as hereafter provided.

**ARTICLE III - PURPOSE**

This corporation is organized for the following purposes:

(A) To engage in the practice of law and/or mediation as a professional corporation and to carry on services necessary thereto. The practice of law is the sole and exclusive professional service to be rendered by this corporation.

(B) To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

(C) To do everything necessary, proper or convenient for the accomplishment of any of the purposes herein set forth.

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**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue Ten Thousand (\$10,000) shares of one dollar (\$1.00) par value common stock which shall be designated "Common Stock".

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 1840 Via Contessa, Winter Park, Florida 32789, and the name of the initial registered agent at that address is GREGORY P. MILES.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director 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 of the initial director of this corporation is GREGORY P. MILES, whose address is 1840 Via Contessa, Winter Park, Florida 32789

**ARTICLE VII - INCORPORATORS**

The name of the person signing these Articles is the Incorporator, GREGORY P. MILES, whose address is 1840 Via Contessa, Winter Park, Florida 32789.

**ARTICLE VIII - INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law. **ARTICLE IX - CUMULATIVE VOTING**

At each election for directors, every shareholder entitled to vote at such 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. Only shareholders can serve as directors.

**ARTICLE X - DIRECTOR QUORUM**

A majority of all elected directors must be present at a meeting to constitute a quorum to permit the transaction of business.

**ARTICLE XI - SHAREHOLDER QUORUM**

A majority of all shareholders must be present at a meeting of shareholders to constitute a quorum for the transaction of business.

**ARTICLE XII - DIRECTOR QUALIFICATIONS**

No person can serve as a director of this corporation unless he is also a shareholder of the corporation.

**ARTICLE XIII - ACTION BY DIRECTORS WITHOUT A MEETING**

The directors of this corporation may take action by written consent as provided by law.

**ARTICLE XIV - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Any amendment or any repeal of any provisions of these Articles of Incorporation, if done by the shareholders, shall require the vote of shareholders who own at least seventy-five percent (75%) of the issued and outstanding shares of the capital stock of this corporation or, if such action is taken by the directors, shall require a unanimous vote of all duly elected directors of this corporation.

IN WITNESS WHEREOF, the undersigned subscriber and registered agent have executed these Articles of Incorporation this 19<sup>th</sup> day of January 2005.

  
\_\_\_\_\_  
GREGORY P. MILES, Incorporator  
Subscriber

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared GREGORY P. MILES, known to me and known by

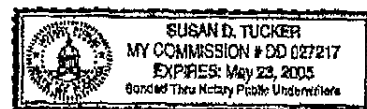
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me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 19 day of January 2005.

Susan D. Tucker  
NOTARY PUBLIC

**ACCEPTANCE**



I certify that I am a permanent resident of Orange County, Florida, and I hereby accept the foregoing designation as Registered Agent and agree to comply with all provisions of law relating to Registered Agents.

G.P. Miles  
GREGORY P. MILES  
REGISTERED AGENT

**FILED**  
2005 JAN 25 A 11:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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