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C.S. 1-21



ACCOUNT NO. : 072100000032

REFERENCE :

165566-,

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE: January 26, 2005

ORDER TIME : 10:49 AM

ORDER NO. : 165566-005

CUSTOMER NO: 3487A

CUSTOMER: Ms. Marcy E. Walls

Icard Merrill Cullis Timm

Furen & Ginsburg, Pa

Suite 600

2033 Main Street Sarasota, FL 34237

TOTAL OF THEODOLOUS ON

NAME:

SILVERMAN, FINEBLOOM &

HAENEL, P.A.

#### EFFECTIVE DATE:

CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:
XX CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING
CONTACT PERSON: Amanda Haddan - EXT. 2955 EXAMINER'S INITIALS:

# ARTICLES OF INCORPORATION

OF

# SILVERMAN, FINEBLOOM & HAENEL, P.A.

being duly licensed a Articles to form a

The undersigned Incorporator to these Articles of Incorporation, being duly licensed to practice law under the laws of the State of Florida, adopt(s) these Articles to form a corporation under the Professional Service Corporation and Limited Liability Company Act, F.S. Chapter 621, and other laws of the State of Florida.

#### ARTICLE I - NAME

The name of the professional service corporation is Silverman, Finebloom & Haenel, P.A.

### ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 105 S. Armenia Avenue, Tampa, FL 33609.

#### ARTICLE III - PURPOSE

The professional service corporation is formed to engage in every phase and aspect of the practice of law to the public and other related professional services permitted by Florida law. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

#### **ARTICLE IV - TERM OF EXISTENCE**

The professional service corporation shall have perpetual existence starting on the date these Articles of Incorporation are filed with the Florida Department of State.

#### ARTICLE V - CAPITAL STOCK

The capital stock of the professional service corporation shall be 1,500 shares of common stock having a par value of \$1.00 per share.

None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed law in the State of Florida.

#### ARTICLE VI - REGISTERED OFFICE AND AGENT

The address of the initial registered office of this professional service corporation is Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A., 2033 Main Street, Suite 600, Sarasota, FL 34237. The name of the initial Registered Agent at that address is Katherine L. Smith.

# ARTICLE VII - INCORPORATOR(S)

The name(s) and address(es) of the person(s) signing these Articles of Incorporation as Incorporator(s) is/are:

Name Address

Katherine L. Smith 2033 Main Street, Suite 600

Sarasota, FL 34237

#### ARTICLE VIII - RESTRAINT ON ALIENATION OF SHARES

The Shareholders of the professional service corporation shall have the power to include in the Bylaws, or by separate agreement adopted by a majority of the Shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the professional service corporation by any of its Shareholders, or in the event of the death of any of its Shareholders. The manner and form, as well as the relevant terms, conditions, and details, of the disposition shall be determined by the shareholders of the professional service corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No Shareholder of the professional service corporation may sell or transfer stock in the corporation except to another individual who is eligible to be a Shareholder of the professional service corporation, and the sale or transfer may be made only after it has been approved at a Shareholder meeting especially called for that purpose. If any Shareholder becomes legally disqualified to practice law in the State of Florida, is elected to a public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that Shareholder's shares of stock shall immediately become subject to purchase by the professional service corporation in accordance with the Bylaws adopted by the Shareholders.

### ARTICLE IX - AMENDMENT

The professional service corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation in the manner provided by law. Any right conferred on the Shareholders is subject to this reservation.

# **ARTICLE X - INDEMNIFICATION**

The professional service corporation shall indemnify each of the Officers, Directors, employees and agents to the fullest extent permitted by applicable law.

**IN WITNESS WHEREOF,** the undersigned Incorporator executed these Articles of Incorporation on January 20, 2005.

Katherine L. Smith, Incorporator

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# ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Silverman, Finebloom & Haenel, P.A. at the place designated in the Articles of Incorporation, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.

Katherine L. Smith, Registered Agent

Date: January 20, 2005

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