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05 MAR 11 PM 1:07  
TALLAHASSEE, FLORIDA

3-14-05

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

*Joseph Palopoli, Jr, RA*

Signature

Requested by:

*WL* *3/11* *11:00*

Name

Date

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- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
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- ☐ Driving Record
- ☐ UCC 1 or 3 File
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- ☐ UCC 11 Retrieval

**ARTICLES OF INCORPORATION**  
**OF**  
**JOSEPH PALOPOLI, JR., P.A.**

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05 MAR 11 PM 1:07  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby makes and subscribes to these Articles of Incorporation intending to form a professional service corporation under the provisions of the Florida Statutes.

**ARTICLE I**

The name of this corporation is JOSEPH PALOPOLI, JR., P.A.

**ARTICLE II**

The general nature of the business to be transacted by this Corporation is:

A mortgage consultant licensed to do so in the State of Florida, the furnishing of related services and the lease or purchase of such real and personal property as is necessary for the rendering of this service.

The investment of funds in real estate, mortgages, stocks, bonds or any other type of investment.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfer of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of, merge, or consolidate with any other domestic corporation engaged in the same character of business.

The redemption, purchase, retention, sale and transfer of its own capital stock.

The creation of employee benefit plans and trusts incidental thereto.

While engaging in such activity or business, it may exercise all of the powers and privileges conferred by the Professional Service Corporation Act, Chapter 621, Florida Statutes, as presently in effect and as it may be amended from time to time in the future.

### ARTICLE III

The aggregate number of shares which the corporation shall have the authority to issue shall be 10,000 common shares at \$1.00 par value.

All of said stock shall be payable in cash, patents, stock, notes, accounts, claims, real estate or other property at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, but not labor or services, may be purchased or paid for with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

### ARTICLE IV

The street address of the corporation shall be 6924 N. W. 62<sup>nd</sup> Terrace, Parkland, Florida 33067. The name of the corporation's initial registered agent is Joseph Palopoli, Jr.

### ARTICLE V

The number of directors constituting the initial Board of Directors of this corporation is one (1). The name and street address of the initial director of this corporation is:

<u>Name</u>	<u>Address</u>
Joseph Palopoli, Jr.	6924 N. W. 62 <sup>nd</sup> Terrace Parkland, Florida 33067

The initial director may serve from time to time and may, by resolution, fix the number constituting the Board of Directors and may also name the persons to fill vacancies on the Board of Directors created by an increase in the number of directors which occurs between annual meetings.

### ARTICLE VI

The name and address of the incorporator is Joseph Palopoli, Jr., 6924 N. W. 62<sup>nd</sup> Terrace, Parkland, Florida 33067.

### ARTICLE VII

It is the intention of the corporation to indemnify its officers, directors, employees and agents to the extent permitted by Section 607.0850 Florida Statutes.

#### ARTICLE VIII

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the shareholders of the Corporation shall so elect, they may exercise all powers and conduct the business and affairs of this Corporation in lieu of the Board of Directors.

#### ARTICLE IX

No stock of this corporation shall be issued to anyone other than an individual who is a physician, duly licensed to practice medicine in the State of Florida.

No shareholder of a corporation organized under this act may sell or transfer his shares in such corporation except to another individual who is eligible to be a shareholder of such corporation.

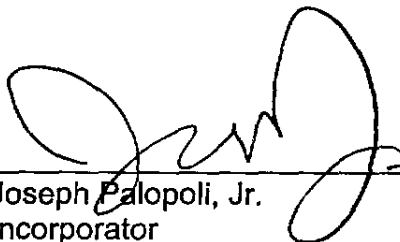
#### ARTICLE X

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of a conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each Director.

#### ARTICLE XI

The corporation, its shareholders, or any combination of the corporation and its shareholders, may enter into agreements limiting or restricting free transfers of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements and, when the existence of such agreement is noted on the face or on the back of the certificates representing any such shares, such agreements will be binding and enforceable upon any transferee or successor of any party to such agreement.

Dated this 10 day of March, 2005.

  
\_\_\_\_\_  
Joseph Palopoli, Jr.  
Incorporator

STATE OF FLORIDA           )  
                                  ~~PALM BEACH~~ ) ss.  
COUNTY OF ~~BROWARD~~ )

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments, personally appeared Joseph Palopoli, Jr., personally known to me or who produced \_\_\_\_\_ as identification, and who executed the foregoing Articles of Incorporation of JOSEPH PALOPOLI, JR., P.A., and he acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 10<sup>th</sup> day of March, 2005.

  
Notary Public  
My Commission Expires:



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

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

That JOSEPH PALOPOLI, JR., P.A., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, has named JOSEPH PALOPOLI, JR. as the person upon whom process may be served at the following address:

6924 N. W. 62<sup>nd</sup> Terrace  
Parkland, Florida 33067

**ACKNOWLEDGMENT:**

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

  
\_\_\_\_\_  
JOSEPH PALOPOLI, JR.

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05 MAR 11 PM 1:07  
CLERK OF STATE  
TALLAHASSEE, FLORIDA