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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

3/22/05  
BWK

ROBERT M. JOCKERS P.A.

Attorney at Law

Robert M. Jockers P.A.

6560 1st Avenue North  
St. Petersburg, FL 33710  
Phone (727) 827-1719  
Fax (727) 344-0185  
E-mail RJESQ44@aol.com

March 9, 2005

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

Re: Articles of Incorporation

Dear Sir/Madam:

Enclosed in an original and one copy of Articles of Incorporation of Beverly Thomson Shaw, P.A. and a check in the amount of \$70.00 for filing said articles. Please return a copy of the filed articles to the above address.

If you have any questions, please contact my office. Thank you for your attention in this matter.

Sincerely,



Robert M. Jockers, Esq.

RMJ/km

Enclosures

**ARTICLES OF INCORPORATION  
OF  
BEVERLY THOMSON SHAW, P.A.**

**FILED**

**05 MAR 15 PM 2:19**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

**ARTICLE I. NAME**

The name of this corporation shall be Beverly Thomson Shaw, P.A.

**ARTICLE II. COMMENCEMENT & DURATION**

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Secretary of State of Florida. This corporation's duration shall be perpetual.

**ARTICLE III. PURPOSE**

This corporation is being organized for the purpose of practice law engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

**ARTICLE IV. CAPITAL STOCK**

This corporation shall have the authority to issue 100 par value shares of common capital stock.

**ARTICLE V. PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

## **ARTICLE VI. TRANSFER RESTRICTIONS**

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions  
Imposed By This Corporation's Articles Of Incorporation, A Copy  
Of Which Is On File At This Corporation's Principal Office."

## **ARTICLE VII. INITIAL BOARD OF DIRECTORS**

The number of directors on this corporation's Initial Board Of Directors shall be one. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are: Beverly Thomson Shaw, 6865 19<sup>th</sup> Street South, St. Petersburg, Florida 33712.

## **ARTICLE VIII. INDEMNIFICATION**

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

**ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT**

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 5001 Ninth Avenue North, St. Petersburg, Florida 33710.

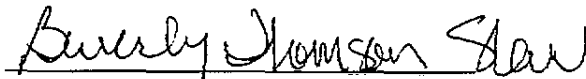
The name of the individual who shall serve as this corporation's initial registered agent at that address is: Beverly Thomson Shaw.

**ARTICLE X. INCORPORATOR**

The name and address of the individual who shall serve as this corporation's incorporator are: Beverly Thomson Shaw, 5001 Ninth Avenue North, St. Petersburg, Florida 33710.

**ARTICLE XI. AMENDMENT**

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

  
Beverly Thomson Shaw - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of Beverly Thomson Shaw, P.A. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for Beverly Thomson Shaw, P.A.

  
Beverly Thomson Shaw - Registered Agent