

P05000047529

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000077300 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : WILLIAMS, PARKER, HARRISON, DIETZ & GETZEN, P.A.
Account Number : 072720000266
Phone : (941)366-4800
Fax Number : (941)552-5559

FLORIDA PROFIT CORPORATION OR P.A.

KAREN COOK, P.A.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

2005 MAR 30 AM 8:30
FILED
CLERK OF STATE
TALLAHASSEE FLORIDA

Electronic Filing Menu

Corporate Filing

Public Access Help

3/31/05

H05000077300 3

FILED

2005 MAR 30 AM 8:30

ARTICLES OF INCORPORATION
OF
KAREN COOK, P.A.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

These Articles of Incorporation are signed and acknowledged by the incorporator for the purpose of forming a professional corporation under and, in all respects, in compliance with the Florida Business Corporation Act, Chapter 607, Florida Statutes, and the Professional Service Corporation and Limited Liability Company Act, Chapter 621, Florida Statutes.

1. Name. The name of the Corporation is:

Karen Cook, P.A.

2. Purposes. The purposes for which this corporation is organized are as follows:

To acquire, establish, own, maintain, manage, operate, conduct, carry on and engage in the business of real estate brokerage or sales, and to make any and all investments and/or own any and all property in the United States or elsewhere authorized or permitted by Chapter 621, Florida Statutes.

In the course or furtherance of such business of real estate brokerage or sales, to invest funds in real estate, mortgages, stocks, bonds or any other investments of any conceivable type whatsoever, and to own any real or personal property necessary or incidental to such business of real estate brokerage or sales.

In general, to do and perform any and all acts and things whatsoever which may be or become necessary, desirable, proper, convenient, connected with or related or incident to the foregoing purposes or powers but which are not forbidden by the laws of the State of Florida; provided, however, that this corporation shall not do any act or thing in conflict with any laws of the State of Florida applicable to the business of real estate brokerage or sales.

3. Principal Office and Mailing Address. The principal office and mailing address of the Corporation is:

P.O. Box 19714
Sarasota, Florida 34276

4. Authorized Shares. The Corporation is authorized to issue 10,000 shares of common stock having a par value of \$1.00 per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.

H05000077300 3

H05000077300 3

5. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

Michael J. Wilson, Esq.
200 S. Orange Avenue
Sarasota, Florida 34236

By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that he is familiar with, and accepts, the obligations of that position.

6. Initial Board of Directors. The initial board of directors of the Corporation shall be elected by the incorporator at the first meeting of the incorporator.

7. Incorporator. The name and address of the incorporator of the Corporation is:

Michael J. Wilson, Esq.
200 S. Orange Avenue
Sarasota, Florida 34236

8. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

9. Effective Date. The existence of this corporation shall commence upon the filing of these articles by the Florida Department of State, and shall be perpetual.

10. Amendment. This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law, and any right conferred upon the stockholders is subject to this reservation.

11. Restriction. No share of the capital stock of this corporation shall be issued to any person other than a professional corporation, a professional limited liability company, or an individual who is duly licensed or otherwise legally authorized to engage in the business of real estate brokerage or sales in the State of Florida. No shareholder shall enter into a voting trust agreement or any other type of agreement vesting another person with the authority to execute the voting power of any stock of this corporation.

H05000077300 3

03/30/05 10:17 FAX

004

H05000077300 3

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation this 30th day of March 2005.



Michael J. Wilson
Incorporator and Registered Agent

Jackie-628852.1

FILED
2005 MAR 30 AM 8:30
CLERK OF STATE
TALLAHASSEE FLORIDA

H05000077300 3