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# SIEFERT & SIEFERT, P.A.

## ATTORNEYS AT LAW 351 NE EIGHTH AVENUE OCALA, FLORIDA 34470

TELEPHONE: (352)732-0141TELEFAX: (352)732-4295

April 13, 2005

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE: JEFF AND ELLEN, P.A.

Dear Sir/Madam:

Enclosed are the Articles of Incorporation for the above corporation, together with our trust account check for \$78.75 to cover the following:

 Filing Fee
 \$70.00

 Certified Copy
 \$8.75

 Total
 \$78.75

Please send a certified copy to me at your earliest convenience.

Thank you for your prompt services in this regard. Should you have any questions, feel free to contact me at the above number.

Sincerely,

MICHAEL A. SIEFERT

MAS:hah Enclosures

DIVISION OF STATE

### ARTICLES OF INCORPORATION OF JEFF AND ELLEN, P.A.

05 APR 14 AM 7: 56

- 1. The name of this Corporation is JEFF AND ELLEN, P.A.
- 2. The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida. The purposes for which this Corporation is organized includes the purpose to arrange for the trade, purchase and sale of real property, and to act as agent for others who want to accomplish the same.
- 3. The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock, having a par value of \$1.00 per share.
- 4. This Corporation shall have perpetual existence commencing upon filing of these Articles.
- 5. The Registered Agent and the street address of the initial registered agent of this corporation in the State of Florida shall be: ELLEN TARRANT, 32 NE 31<sup>st</sup> Avenue, Ocala, Florida, 34470, who by signature herein is accepting designation as Resident Agent.
- 6. The initial stockholders will be as follows:

### ELLEN TARRANT and JEFF WILLIAMS

100 Shares

Shares held by each shareholder may not be sold or otherwise transferred to other persons or other entities, except as follows: a) sold back to the corporation at a price agreed to between the seller and the remaining shareholders, or if no price is found agreeable then at a price as determined by an independent appraiser; or b) devised by will to either a surviving spouse, descendant or other member of the immediate household at time of death; or c) to any third party after written consent to such conveyance by a majority vote of the remaining shares of stock. No share shall be conveyed, split, transferred, or given by testamentary devise or otherwise, if such action would violate the federal prescriptions for an S corporation, as provided by law in effect at the time of proposed action.

7. The initial offices and officers shall be as follows:

JEFF WILLIAMS ELLEN TARRANT ELLEN TARRANT President Vice-President Secretary-Treasurer

- 8. The business of this corporation shall be managed by the stockholders of the corporation, rather than by a Board of Directors.
- 9. The corporation may indemnify any officer or employee, or any former officer or employee, to the full extent permitted by law.
- 10. The name and principal street address of the person signing these Articles of Incorporation as the incorporator is: ELLEN TARRANT, 32 NE 31st Avenue, Ocala, Florida, 34470.
- 11. 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, by a simple majority vote of the outstanding shares of stock.
- 12. The principal place of business shall be KELLER WILLIAMS CORNERSTONE REALTY, 1918 SE 17<sup>th</sup> Street, Ocala, Florida, 34471.
- 13. The President, Vice President, and the Secretary/Treasurer, acting in their sole capacity, have the authority to sign contracts, checks, receipts and otherwise conduct business on behalf of the corporation.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this /3 day of April, 2005.

Ellen Tarra J ELLEN TARRANT, Incorporator

STATE OF FLORIDA COUNTY OF MARION

The foregoing instrument was acknowledged before me this \( \frac{3}{2} \) day of April, 2005, by ELLEN TARRANT, as Incorporator, of **JEFF AND ELLEN, P.A.**, a Florida Corporation, on behalf of the corporation. She is personally known to me or has produced a Florida Driver License as identification.

Notary Public

State of Florida at Large (SEAL)

My Commission Expires:



# DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

I, ELLEN TARRANT, hereby acc	ept the position of Registered Agent for JI	EFF AND
ELLEN, P.A.		PIV
	Ellen Taras	SION OF APR
	ELLEN TARRANT, Registered Agent	<u>.</u>
		=
STATE OF FLORIDA COUNTY OF <u>Marion</u>		7:57
The foregoing instrument was ackr ELLEN TARRANT, who is personally kr identification, and who did take an oath.	nowledged before me this <u>/3</u> day of April nown to me or has produced Florida driver	, 2005, by license as
	Notary Public	_ <del></del>
My Commission Expires:	State of Florida at Large (SEAL)	
MICHAEL A. SIEFERT  MY COMMISSION # DD 180961  EXPIRES: March 10, 2007		