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LASMAN LAW FIRM, P.A.
Attorneys at Law

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TELEPHONE (813) 681-7725 • FACSIMILE (813) 830-6101
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April 15, 2005

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation for Matrix Professional Imaging, Inc.
Our File No. 05-04-010

Dear Sir or Madam:

Enclosed please find Articles of Incorporation in connection with the above-referenced matter along with a check in the amount of \$78.75 in payment of the filing fees. Please forward to my attention a Certified Copy of the Articles of Incorporation.

Should you have any questions please do not hesitate to contact me directly at 813-681-7725.

Very truly yours,

LASMAN LAW FIRM, P.A.



Jeffrey M. Lasman

JML/ph

Enclosures

Offices:

8152 Delancey Station Street • Suite 205
Birmingham, Florida 33549

550 North Reo Street • Suite 300
Tampa, Florida 33609

520 South Florida Avenue
Lakeland, Florida 33801

ARTICLES OF INCORPORATION

OF

MATRIX PROFESSIONAL IMAGING, INC.

THE UNDERSIGNED HEREBY MAKE, SUBSCRIBE, ACKNOWLEDGE AND FILE THIS CERTIFICATE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I: NAME

The name of this corporation is **MATRIX PROFESSIONAL IMAGING, INC.**

ARTICLE II: PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1000 Shares of Common Stock of One Dollar and NO/100 (\$1.00) Dollar per share par value.

ARTICLE IV: DURATION

This corporation is to exist perpetually.

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DIVISION OF CORPORATIONS
05 APR 21 PM 3:23

ARTICLE V: PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office of the corporation shall be located at 401 N. Parsons Avenue, Suite 108 A, Brandon, Florida 33511.

The mailing address of the corporation shall be 3808 Harrogate Drive, Valrico, Florida 33594.

The name and street address of the initial registered agent of the corporation in the State of Florida is:

**Jeffrey M. Lasman, Esquire
Lasman Law Firm, P.A.
1210 Millennium Parkway
Brandon, Florida 33511**

The Board of Directors may, from time to time, appoint a substitute registered agent and move the registered office or the principal office, or both, to any other address in the State of Florida.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) or more director(s) as provided by the By-Laws. Initially, this corporation shall have two (2) Directors, the names of which are as follows:

<u>NAME</u>	<u>ADDRESS</u>
JOHN P. GOLKA	3808 Harrogate Drive Valrico, Florida 33594
HEATHER M. GOLKA	3808 Harrogate Drive Valrico, Florida 33594

ARTICLE VII: OFFICERS

The name and addresses of the officers of this corporation are as follows:

<u>NAME AND OFFICE</u>	<u>ADDRESS</u>
JOHN P. GOLKA President	3808 Harrogate Drive Valrico, Florida 33594
HEATHER M. GOLKA Vice President Secretary Treasurer	3808 Harrogate Drive Valrico, Florida 33594

ARTICLE VIII: COMMENCEMENT OF CORPORATE EXISTENCE

The existence of this corporation shall commence upon filing with the Secretary of State's office.

ARTICLE IX: INDEMNIFICATION

The corporation shall indemnify all directors and officers, whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer, or is or was serving at the request of the corporation as an officer or director against expenses (including attorneys' fees, including hourly charges for paralegals and other staff members operating under the supervision of an attorney, whether at trial or appeal), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, including

any appeal thereof; provided, however, that there shall be no indemnification against gross negligence or willful misconduct.

ARTICLE X: BY-LAWS

The initial By-Laws shall be adopted by the Board of Directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XI: AMENDMENT

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors and the Shareholders as specified under the laws of Florida.

ARTICLE XII: INCORPORATOR

The names and addresses of the Incorporators of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
JOHN P. GOLKA	3808 Harrogate Drive Valrico, Florida 33594
HEATHER M. GOLKA	3808 Harrogate Drive Valrico, Florida 33594

IN WITNESS WHEREOF, these Articles of Incorporation have been signed, as Incorporators, by: **JOHN P. GOLKA** and **HEATHER M. GOLKA**.

Dated this 18th day of April, 2005.



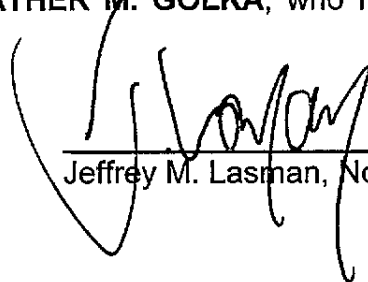
JOHN P. GOLKA



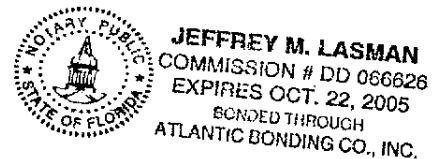
HEATHER M. GOLKA

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 18th day of April, 2005, by **JOHN P. GOLKA** and **HEATHER M. GOLKA**, who have produced Florida Driver Licenses as identification.



Jeffrey M. Lasman, Notary Public



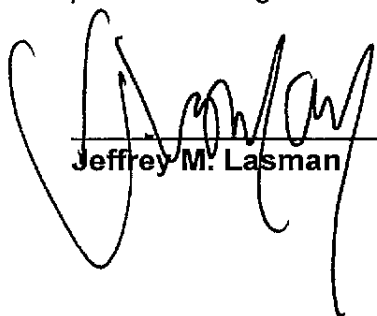
**CERTIFICATE OF DESIGNATION REGISTERED
AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **MATRIX PROFESSIONAL IMAGING, INC.**, a Florida corporation.
2. The name and address of the registered agent and office is:

**Jeffrey M. Lasman, Esquire
Lasman Law Firm, P.A.
1210 Millennium Parkway
Brandon, Florida 33511**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Jeffrey M. Lasman

April 18, 2005
(Date)