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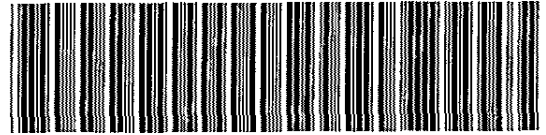
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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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*Handwritten signature and scribbles*



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 533246 80356A

AUTHORIZATION :

COST LIMIT : \$ 78.75

*Patricia Pigato*

ORDER DATE : August 10, 2005

ORDER TIME : 9:28 AM

ORDER NO. : 533246-005

CUSTOMER NO: 80356A

CUSTOMER: Robert M. Lipshutz, Esq  
Robert M. Lipshutz, Esq

3613 Del Prado Blvd S

Cape Coral, FL 33904

DOMESTIC FILING

NAME: TAMMEY AMODEA, P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake - EXT. 2959

EXAMINER'S INITIALS: \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

August 11, 2005

CSC

SUBJECT: TAMMEY AMODEA, P.A.  
Ref. Number: W05000038101

PLEASE give  
submission date

We have received your document for TAMMEY AMODEA, P.A. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6995.

Wanda Cunningham  
Document Specialist  
New Filings Section

Letter Number: 405A00051609

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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## **ARTICLES OF INCORPORATION**

**OF**

**TAMMEY AMODEA, P.A.**

The undersigned, being a licensed real estate salesperson in the State of Florida, for the purpose of forming a professional service corporation under F.S. Chapters 607 and 621, hereby adopts the following Articles of Incorporation:

### **Article I**

The name of the Corporation shall be Tammey Amodea, P.A.

### **Article II**

The purpose for which the Corporation is organized is real estate sales and all related activities.

### **Article III**

The aggregate number of shares which the Corporation shall have authority to issue shall be 1000 shares of \$1.00 par value common stock. The shares shall be non-assessable and held, sold and paid for at such time and in such manner as the Board of Directors may from time to time determine.

### **Article IV**

The Corporation shall have perpetual existence except that it may be dissolved as provided by law.

### **Article V**

The principal place for the transaction of the Corporation's business shall be Lee County, Florida but, the Corporation shall also have the right and authority to do business at such other places within or without the State of Florida as the Corporation may designate. The principal place for the transaction of the Corporation's business shall be 2722 Skyline Boulevard, Unit 1, Cape Coral, FL 33914.

### **Article VI**

The corporation shall have a board of directors of not less than one or more than three members which number may be increased or decreased. The number of directors may be determined by the Shareholders at their annual meeting or may be fixed by the Bylaws.

## **Article VII**

The officers of the Corporation shall be a president, who shall also be a director, a secretary and a treasurer and such other officers, agents and factors as shall be chosen, and they shall hold their office and have such powers and duties as may be prescribed by the Bylaws or as determined by the Board of Directors. The name and address of the first Board of Directors who shall conduct the business of the Corporation until her successors are elected and qualified following the first meeting of the Shareholders is:

Tammy Amoda  
2722 Skyline Boulevard, Unit 1  
Cape Coral, Florida 33914

## **Article VIII**

The name and address of the Incorporator and the number of shares subscribed for is:

Tammy Amoda  
2722 Skyline Boulevard, Unit 1  
Cape Coral, Florida 33914  
100 Shares

## **Article IX**

The amount of indebtedness or liability the Corporation may subject itself to shall be unlimited.

## **Article X**

The street address of the initial registered office of the Corporation is 2722 Skyline Boulevard, Cape Coral, Florida 33914 and the name of the initial registered agent of the Corporation at that address is Tammy Amoda.

## **Article XI**

Each shareholder, upon the sale for cash of any new stock of the Corporation, shall have the right to purchase his, her or its pro rata share thereof (as nearly as may be done without issuing fractional shares) at the price at which it is offered to others.

## **Article XII**

The initial bylaws of the Corporation shall be adopted by the Board of Directors. The Bylaws may be amended from time to time by

either the Shareholders or the Directors. The Shareholders may amend, alter, or repeal any bylaw adopted by the Directors. The Directors may not alter, amend or repeal any bylaw adopted by the Shareholders nor may the Directors adopt bylaws which would be in conflict with the Bylaws adopted by the Shareholders.

#### **Article XIII**

Any subscriber or shareholder present at any meeting, either in person or by proxy, and any directors present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless they shall make objection at such meeting to any defect or insufficiency of notice.

#### **Article XIV**

Each director and officer of the Corporation, whether then in office, shall be indemnified by the Corporation against all cost and expense reasonably incurred or imposed upon him or her in connection with or arising out of any claim, demand, action, suit or proceeding in which he or she may be involved or to which he or she may be made a party by reason of his or her being or having been a director or officer of the Corporation. This indemnification shall include attorney's fees and the cost of reasonable settlement made with a view to curtailment of the cost of litigation except in relation to matters as to which he or she is finally adjudged in any such action, suit or proceeding to have been derelict in the performance of his or her duties as an officer or director of the Corporation. Such right of indemnification shall not be exclusive of any other rights to which he or she may be entitled as a matter of law and the foregoing right of indemnification shall inure to the benefit of the heirs, executors and administrators of any such director or officer.

#### **Article XV**

A director or officer of the Corporation shall not be disqualified by his or her office from dealing or contracting with the Corporation as a vendor, purchaser or otherwise, nor shall any transaction or contract of the Corporation be void or voidable by reason of the fact that any director or officer or any firm of which any director or officer is a member or any corporation of which any director or officer is a shareholder, officer or director, is in any way interested in such transaction or contract provided that such transaction or contract is or shall be authorized, ratified or approved either by a vote of a majority of a quorum of the Board of Directors, without counting in such majority or quorum, any director, member of a firm, shareholder, officer, or director of a corporation so interested or by written consent or vote at any shareholder's meeting of the holders of

record of a majority of all the outstanding shares of stock in the Corporation entitled to vote. Additionally, no director or officer of the Corporation shall be liable to account to the Corporation for any profits realized by, from or through any such transaction or contract authorized, ratified or approved as herein provided by reason of the fact that he or she, or any firm of which he or she is a member or any corporation of which he or she is a shareholder, officer, or director, was interested in such transaction or contract. Nothing herein contained shall create liability in the events above described or prevent the authorized approval of such contracts in any other manner permitted by law.

Executed at Cape Coral, Florida on August 5<sup>th</sup> 2005.

  
\_\_\_\_\_  
Tammy Amodia

STATEMENT OF REGISTERED AGENT PURSUANT TO  
FLORIDA STATUTE 607.0501

I, Tammev Amodea, hereby accept the appointment of myself as  
registered agent for Tammev Amodea, P.A., and I am familiar with  
and accept the obligations of that position.

8/5/05

Date

  
Tammev Amodea