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# ARTICLES OF INCORPORATION

OF

# HUDDLESTON, PALUMBO, ROBBINS and RIDDLE, P.A.

The undersigned, acting as incorporator of a General Corporation pursuant to Chapter 607 et.seq. Of the Florida Statutes, adopts the following Articles of Incorporation for the purposes of the Corporation as herein set forth:

# **ARTICLE I**

NAME - The name of this corporation is Huddleston, Palumbo, Robbins and Riddle, P.A.

## **ARTICLE II**

**PRINCIPLE OFFICE** - Huddleston, Palumbo, Robbins and Riddle, P.A. shall have its principal place of business at 520 East Strawbridge Avenue, Melbourne, FL 32901. The Board of Directors may, from time to time, move the principal place of business to any other address in the State of Florida and establish branch offices in any place within the State of Florida as said corporation may desire.

<u>COMMENCEMENT AND DURATION</u> - The commencement of the corporate existence of Huddleston, Palumbo, Robbins and Riddle, P.A., shall occur upon the filing and acceptance of these Articles and shall exist perpetually.

### ARTICLE III

<u>PURPOSE</u> - The general purposes for which this Service Corporation is organized are the following:

A. To engage in and transact in the practice of law for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

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- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them, either directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.
  - C. To sue, complain and defend the corporate name.
- D. To borrow or raise money for any purpose of the corporation and to secure the same interest, or for other purposes, to mortgage all or any part of the property corporeal or incorporeal rights now owned or hereinafter acquired, and to create, issue, draw, accept and negotiate bonds and mortgages, bills of exchange, promissory notes, or other obligations or negotiable instruments.
- E. To lend money and use its credit to assist corporate employees, to led money for any corporate purpose, invest and reinvest its funds, and to take and hold the payment of funds so loaned or invested.
- F. To make donations for the public welfare or for charitable, scientific or educational purposes.
- G. To transact any lawful business and do all other acts to the extent permitted under the laws of the State of Florida.

# **ARTICLE IV**

CAPITALIZATION/SHARES - The aggregate number of shares of stock authorized is One Hundred (100) shares of common stock, having no par value per share for all such shares, unless otherwise determined by vote of the principals.

### ARTICLE V

# **DIRECTOR, OFFICER AND INCORPORATOR -**

- A. This corporation shall be governed by a Board of Directors consisting of one (1) director and one (1) officer initially. The number of directors and officers may be increased or decreased from time to time in accordance with the Articles or By-Laws but shall never be less than one.
- B. The names and addresses of the initial Board of Directors, Officers and the Incorporator are as follows:

Tina M. Robbins, Esquire - President/Incorporator 520 East Strawbridge Avenue Melbourne. FL 32901

### **ARTICLE VI**

<u>AMENDMENT</u> - These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders' meeting by a majority of the stockholders entitled to vote.

### ARTICLE VII

**BY-LAWS CLAUSE** - The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

### ARTICLE VIII

SUBSEQUENT AGREEMENTS - Nothing in these Articles shall limit the ability of the Shareholders to enter into a valid Shareholders agreement in accordance with F.S. 607. Any provisions of such valid agreement shall control or supersede these Articles to the extent they may conflict and as permitted by law.

# **ARTICLE IX**

**INCORPORATOR** - The name and address of the Incorporator of the Corporation is as follows:

Tina M. Robbins, Esq. 520 East Strawbridge Avenue Melbourne, FL 32901

The undersigned, being a subscriber and incorporator for the purpose of forming this corporation for profit to do business both within and without the State of Florida, does hereby make, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts contained herein stated are true and according has heretounder set

his hand this Let day of September, 2005.

incorporate

State of Florida County of Brevard

The execution of these Articles of Incorporation were acknowledged before me this

day of \_\_\_\_, 2005 by Tina M. Robbins.

Sign: A PUBLIC

State of Florida

My Commission Expires:



## **ARTICLE X**

CERTIFICATE OF DESIGNATION OF A REGISTERED AGENT - Pursuant to the provisions of Section 607 et. Seq., Florida Statutes, the undersigned Corporation organized under the laws of the State of Florida submits the following statement in designating the registered agent and registered office in the State of Florida that being Deborah Induisi located at 3717 Mt. Carmel Lane, Melbourne, 32901, and is so authorized to accept service of process within the State of Florida.

# ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for Huddleston, Palumbo, Robbins and Riddle, P.A. at the place designated above, I, Deborah Induisi, 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 duties, and I am familiar with and accept the obligations of my position as registered agent.

Filed B

Tina M. Robbins, Esquire

520 East Strawbridge Avenue

Melbourne FL 32901

(321) 956-6005