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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10/7/05
BWK

RICHARD B. DICKINSON
542 Queens Mirror Circle
Casselberry, Florida 32707

September 30, 2005

Department of State
Division of Corporations
% Document Examiner-New Filings Section
Post Office Box 6327
Tallahassee, Florida 32314

RE: Incorporation of RICHARD B. DICKINSON, P.A.

Dear Sirs:

Enclosed are the "articles of incorporation" and a check for \$78.75 to cover the fees related to the incorporation of the above named company. Your attention to this matter is appreciated. If there are any questions, please contact Dane P. Hathaway, CPA at (407) 889-4722. Thanking you in advance for your cooperation in this matter.

Sincerely,

Richard B. Dickinson
Enclosures
rbd

ARTICLES OF INCORPORATION

OF

RICHARD B. DICKINSON, P.A.

FILED

05 OCT -6 AM 7:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned desiring to form a corporation under the virtue of the laws of the State for Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit, states as follows:.

ARTICLE I. NAME

The name of this corporation shall be: **RICHARD B. DICKINSON, P.A.**

ARTICLE II. PURPOSE OF THE CORPORATION

The objects and purpose of the corporation and the general nature of the business or businesses to be transferred shall be:

- 1) To engage in any lawful activities or business permitted under the laws of the United States and of the State of Florida.
- 2) To make and enter into all contracts necessary and proper for the conduct of its business or businesses.
- 3) To borrow money of any person, firm or corporation; to issue bonds, debentures or obligations of this corporation from time to time for any of the objects or purposes of the corporation, and to same by mortgage , pledge or any other lawful means.
- 4) To have offices and conduct its business and promote its objects within or without the state of Florida, in other states, the District of Columbia, the territories and possessions of the United States, and in foreign countries without restriction as to place or amount.

- 5) To invest in real estate, mortgages, stocks, bonds, or any other type of investment and can
- 6) In general, this corporation shall have and exercise all the powers conferred by the laws of the State of Florida upon corporations for profit. It is hereby expressly provided that foregoing enumeration of specific powers shall not be held to limit or restrict in any manner such powers.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time shall be as follows: One Thousand (1,000) shares of IRS Section 1244 common stock having a par value of \$ 1.00 per share. The consideration to be paid for each share shall be as fixed by the board of directors, and may take the form of services rendered, cash, property, or any other forms deemed satisfactory by the board of directors.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business shall not be less than Five Hundred (\$500.00).

ARTICLE V. TERMS OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial street address of the principal office of the corporation in the State of Florida shall be: **RICHARD B. DICKINSON, P.A. 542 Queens Mirror Circle, Casselberry Florida 32707** The board of directors may from time to time move its principal office to any other place or places as may be designated by the board of directors.

ARTICLE VII. DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one.

At any time during which this corporation is authorized to have one director, the term "board of directors" as used herein shall mean the one directors of this corporation.

ARTICLE VIII. DIRECTORS POWERS

The board of directors shall have the power to fix or change salaries of the directors as directors and as officers, to restrict the transfer of stock by stockholders, to indemnify directors and officers against liability for their good faith acts and omissions to permit contracts or other transactions between the corporation and one or more of its directors individually or business in which one or more of its directors are interested, and to exercise such other powers of the corporation as are not inconsistent with these articles or with any by-laws that may be adopted by its stockholders.

ARTICLE IX. ORIGINAL DIRECTORS

The names and street addresses of the members of the first board of directors are:

RICHARD B. DICKINSON 542 Queens Mirror Circle, Casselberry, Florida 32707

ARTICLE X. INCORPORATOR(S)

The name and addresses of the incorporators to this corporation are:

NAME

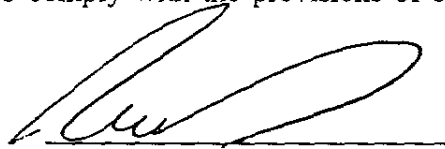
ADDRESS

RICHARD B. DICKINSON 542 Queens Mirror Circle, Casselberry, Florida 32707

ARTICLE XI. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the office registered for the corporation shall be c/o **Richard B. Dickinson**, 542 Queens Mirror Circle, Casselberry, Florida 32707 The initial registered agent shall be **Richard B. Dickinson**

Having been named as registered agent to accept service for process for **RICHARD B. DICKINSON, P.A.**, as designated in these Articles of Incorporation, I hereby accept and agree to act in this capacity and to comply with the provisions of said Act relative to keeping said office open.



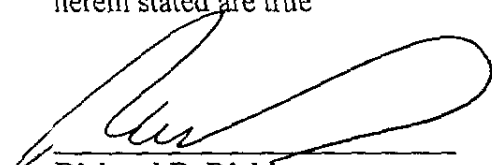
Richard B. Dickinson

ARTICLE XII. AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted and subject to this reservation.

A special meeting of the incorporators and their assigns was held for the purpose of completing the organization of the corporation

IN WITNESS WHEREOF, We, the undersigned subscribers/incorporators, have hereunto set our hand and seal, this 29th day of **September 2005**, he purpose of forming this corporation under the laws of the State of Florida, and do thereby make and file in the office of the secretary of the State of Florida these Articles of Incorporation and certify that the facts herein stated are true



Richard B. Dickinson

STATE OF FLORIDA

COUNTY OF Orange

I hereby certify that on this day, before me, a notary public, duly authorized in the state and county named above to take acknowledgements personally appeared Richard B. Dickinson to me known to be the person described in and who signed the foregoing Articles of Incorporation, personally known to me or who produced a Florida Drivers License as identification and who acknowledged before me that he signed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal in the county and state named above this 29th day of September, 2005,


Notary Public
My Commission Expires:

