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DIVISION OF CORPORATIONS

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### MCNAMARA LAW FIRM, P.A. Attorneys at Law

Terrance P. McNamara, Esq. Laurie Hammers McNamara, Esq.

#### VIA OVERNIGHT DELIVERY

December 9, 2005

Department of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

Re: Patrick M. Abulone, P.A.

Dear Department of State:

Attached please find Articles of Incorporation (in duplicate) for the above mentioned entity.

Please file the same and return copies to my attention. A check in the amount of \$70.00 is enclosed.

Thank you.

Sincerely,

Terrance P. McNamara, Esq.

TPM/bm

cc: Mr. Patrick M. Abulone

## ARTICLES OF INCORPORATION FOR PROFESSIONAL ASSOCIATION

OF

#### PATRICK M. ABULONE, P.A.

#### ARTICLE I

#### Name

1.1 The name of the corporation is Patrick M. Abulone, P.A.

#### **ARTICLE II**

#### Duration

2.1 This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Department of State of Florida.

#### ARTICLE III

#### Purpose

- 3.1 This corporation is organized for the following purposes:
  - a. To engage in the practice of real estate sales as a professional real estate broker corporation and to carry on services incident thereto. The practice of real estate sales is the sole and exclusive professional service to be rendered by this corporation.
  - b. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.
  - c. The professional services of this corporation shall be carried out only through officers, employees, and agents, each of whom has been licensed as a real estate broker in the state of Florida.
  - d. No capital stock of this professional corporation shall be issued to anyone other than and individual who is duly licensed or otherwise legally authorized as a real estate broker.



#### ARTICLE IV

#### Capital Stock

4.1 This corporation is authorized to issue one thousand (1000) shares, all of a single class of common stock, at one dollar (\$1.00) par value.

#### ARTICLE V

#### Preemptive Rights

5.1 Should the capital stock be increased at any time, the stockholders at the time of such increase shall be entitled to a pro-rata share of such increase upon payment for the shares at the price at which the shares are offered to others.

#### ARTICLE VI

#### Initial Registered Office and Agent

6.1 The street address of the initial principal and registered office of this corporation is 400 Corey Avenue, 2<sup>nd</sup> Floor, St. Pete Beach, FL 33706, and the name of the initial registered agent of this corporation is Terrance P. McNamara, Esq.

#### ARTICLE VII

#### Initial Board of Directors

- 7.1 This corporation shall have one (1) director initially.
- 7.2 The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than one (1).
- 7.3 The name and address of the initial director of this corporation is:

Patrick M. Abulone 500 Gulf Blvd., #802 St. Pete Beach, FL 33706

#### **ARTICLE VIII**

#### <u>Incorporator</u>

8.1 The name and address of the Incorporator and person signing these Articles is:

Terrance P. McNamara, Esq. 400 Corey Avenue, 2<sup>nd</sup> Floor St. Pete Beach, FL 33706

#### ARTICLE IX

#### <u>Officers</u>

9.1 The name and address of the initial officers of this corporation are:

President:

Patrick M. Abulone

5000 Guld Blvd., #802 St. Pete Beach, FL 33706

Vice-President:

Patrick M. Abulone

5000 Guld Blvd., #802 St. Pete Beach, FL 33706

Secretary:

Patrick M. Abulone

5000 Guld Blvd., #802 St. Pete Beach, FL 33706

Treasurer:

Patrick M. Abulone

5000 Guld Blvd., #802 St. Pete Beach, FL 33706

#### ARTICLE X

#### Indemnification

10.1 The corporation shall indemnify its officers, directors, incorporators and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

#### **ARTICLE XI**

#### <u>Amendment</u>

11.1 This corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

#### ARTICLE XII

#### Severance and Termination of Employment

12.1 If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

IN WITNESS WHEREOF, the undersigned subscriber and incorporator has executed these Articles of Incorporation on this 9 <sup>th</sup> day of DECEMBER., 2005.
Tuff
Terrance P. McNamara, Esq., Incorporator
STATE OF FLORIDA COUNTY OF PINELLAS
BEFORE ME, the undersigned authority, personally appeared Terrance P. McNamara, Esq., well known to me to be the person described above, and he acknowledged to me that he executed the same for the purposes therein expressed.
SWORN TO AND SUBSCRIBED before me this day of, 2005.
Christic allen NOTARY PUBLIC
My Commission Expires:  CHRISTINE ALLEM Notary Public, State of Florida My Comm. Expires April 12, 2008 No. DD309895

#### **CONSENT OF REGISTERED AGENT**

Having been named as Registered Agent for Patrick M. Abulone, P.A. at the registered office designated in the Articles of Incorporation, the undersigned hereby accepts the designation of Registered Agent.

Terrance P. McNamara, Esq.

STATE OF FLORIDA COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared Terrance P. McNamara, Esq., and he acknowledged that he executed the foregoing Consent of Registered Agent for the purposes therein expressed on behalf of the corporation.

SWORN TO AND SUBSCRIBED before me this 915 day of 0 tember , 2005.

NOTARY PUBLIC

My Commission Expires:

CHRISTINE ALLEM
Notary Public, State of Florida
My Comm. Expires April 12, 2008
No. DD309895