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### Florida Department of State

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### FLORIDA PROFIT/NON PROFIT CORPORATION

LINDA C. MAHONEY, P.A.

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### ARTICLES OF INCORPORATION

#### OF

### LINDA C. MAHONEY, P.A.

The undersigned subscriber to the Articles of Incorporation, a natural person competent to contract, hereby forms a professional service corporation, under the provisions of Chapter 608 of the Florida Statutes, as supplemented by Chapters 475 and 621 of the Florida Statutes, Chapter 621 known as "The Professional Service Corporation Act" of the State of Florida.

# ARTICLE I

1.01 The name of the professional service corporation shall be:

LINDA C. MAHONEY, P.A.

#### ARTICLE II DURATION

2.01 The General nature of the business to be transacted by this professional service corporation is: to engage in every aspect of real estate sales and transactions thereto; and to engage in any lawful act or activity for which professional service corporations may be organized under the laws of the United States and of the State of Florida. The professional services involved in the corporation's real estate sales and transactions thereto may be implemented through its officers, agents and employees who are duly authorized and licensed under Chapter 475 of the Florida Statutes.

### ARTICLE III CAPITAL STOCK

3.01 The maximum number of shares which this professional service corporation is

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authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$ 1.00 per share. Authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting. All shares of the professional service corporation's stock and certificates therefore shall be issued only to those individuals authorized and licensed in the State of Florida under Chapter 475 of the Florida Statutes.

## ARTICLE IV

4.01 The amount of capital with which this professional service corporation shall begin business shall not be less than One Thousand Dollars (\$1,000.00).

# CORPORATE EXISTENCE

- 5.01 Commencement. The date when corporate existence shall commence shall be May 15, 2006.
- 5.02 Duration. The professional service corporation is to exist perpetually, unless sooner terminated by operation of law.

### ARTICLE VI PRINCIPAL OFFICE

- 6.01 Principal office. The initial address of the principal office of this professional corporation is to be: 5409 Country Lakes Lane, Sarasota, Florida 34243.
- 6.02 Relocation. The Board of Directors may from time to time designate such other address or place for the principal office of this professional service corporation as it may see fit; and it may establish branch offices, locations, or places of business in such places within or

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without the State of Florida as the Board of Directors from time to time may direct.

# ARTICLE VII NUMBER OF BOARD OF DIRECTORS

7.01 The professional services corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

### ARTICLE YIII NAME AND ADDRESS OF THE INCORPORATORS

8.01 The name and address of the incorporator is:

Linda C. Mahoney 5409 Country Lakes Lane Sarasota, Florida 34243.

# ARTICLE IX NAME AND ADDRESS OF THE BOARD OF DIRECTORS

9.01 The name and street address of the first Board of Directors who shall hold office until their successors are elected and have qualified, are as follows:

Linda C. Mahoney 5409 Country Lakes Lane Sarasota, Florida 34243.

# ARTICLE X STOCKHOLDERS

10.01 The stock of this corporation may be issued, owned and registered only in the name or names of an individual or individuals who are duly authorized and licensed under Chapter 475 of the Florida Statutes in the State of Florida, and who are employees, officers or agents of this corporation.

### 10.02 In the event that a stockholder:

- A. Becomes disqualified to practice real estate sales and transactions in this state; or
- B. Accepts employment, that pursuant to law, places restrictions or limitations upon his/her continued rendering of professional services as outlined under Chapter 475 of the Florida Statutes; or
- C. Ceases to be an employee, office or agent of the corporation; or
- D. Sells, transfers, hypothecates or pledges, or attempts to sell, transfer, hypothecate or pledge any shares of stock in this corporation to any person ineligible by law or by virtue of these articles to be a shareholder in this corporation, if such sale, transfer, hypothecation or pledge is made in a manner prohibited by law or in a manner inconsistent with the provisions of these Articles of Incorporation, or the By-Laws of this corporation; or
- E. Suffers an execution to be levied upon his/her stock where such stock is subjected to judicial sale or other process, the effect of which is to vest any legal or equitable interest in such stock in some person other than the stockholder;

Then the stock of such stockholder shall immediately stand forfeited and such stock shall be immediately canceled by this corporation and the stockholder or other person in possession of such stock be entitled only to receive payment for the value of such stock, which, in the absence of By-Law provision or a written agreement between the corporation and stockholders, or a written agreement among the stockholders, shall be the book value thereof as of the last day of the month preceding the month in which any of the events above enumerated occurs. The stockholder whose stock so becomes forfeited and is cancelled by the corporation, shall forthwith cease to be an employee, officer, director or agent of this corporation, and except to receive

payment for this stock in accordance with the foregoing, and payment of any other sums then lawfully due and owing to said stockholder by the corporation, such stockholder shall then and thereafter have no further financial interest of any kind in this corporation.

# ARTICLE IX DEATH OF STOCKHOLDER

11.01 Upon the death of a stockholder, his/her stock shall be subject to purchase by the corporation or by the other stockholders at such price and upon such terms and conditions and in such manner as may be provided for by the By-Laws of this corporation, or by written agreement between the corporation and its stockholders or by written agreement among the stockholders, in manner consistent with law and these articles.

### ARTICLE XII REGISTERED AGENT

12.01 The identity and address of the Resident Agent for the professional service corporation is as follows: David W. Magann, Esquire, 339 E. Robertson, Brandon, Florida 33511.

## ARTICLE XIII AMENDMENTS

13.01 The Articles of Incorporation may be amended in the manner provide by law.

Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

Linda C. Mahoney, the undersigned, being the original subscriber and incorporator of the foregoing Professional Service Corporation, does hereby certify that the foregoing constitutes the Charter of the Professional Service Corporation.

Witness my hand and scal this \_\_\_\_\_ day of May, 2006.

LINDA C. MAHONEY

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this \_\_\_\_\_\_ day of May, 2006, by Linda C. Mahoney

Who is personally known to me, or \_\_\_\_\_\_ who produced \_\_\_\_\_\_\_ and who did / did not take an oath.

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### CERTIFICATE DESIGNATION REGISTERED AGENT/REGISTERED AGENT

Pursuant to the provisions of Section 607.0501, Florida Statues, the undersigned corporation, organized under the law of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

- 1. The name of the corporation is LINDA C. MAHONEY, P.A.
- 2. The name and address of the registered agent and office is:

David W. Magann, Esq. David W. Magann, P.A. 339 E. Robertson Street Brandon, Florida 33511

#### ACKNOWLEDGMENT

Having been named Registered Agent for the above-stated corporation as designed in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Signature:

David W. Magann, Esq.

Date:

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