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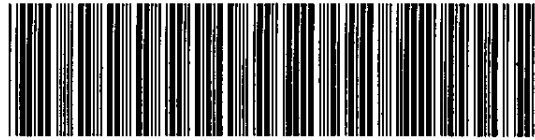
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06 MAY 17 AM 8:13

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

D. WHITE MAY 22 2006

LAW OFFICE OF  
**BERT A. RASMUSSEN**

The Historic McMurray Livery Stable  
222 East Forsyth Street  
Jacksonville, Florida 32202  
Rasmussenlaw@comcast.net  
(904) 632-0062  
Fax (904) 632-0060

May 15, 2006

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**SUBJECT: BERT A. RASMUSSEN, P.A.**

Enclosed are an original and (1) copy of the articles of incorporation and a check for \$87.50 for the Filing Fee, Certified Copy & Certificate of Status

FROM: Bert A. Rasmussen  
220 E. Forsyth St.  
Suite 222  
Jacksonville, FL 32202  
(904) 632-0062

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# ARTICLES OF INCORPORATION

06 MAY 17 AM 8:13

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## OF

### Bert A. Rasmussen, P.A.

The undersigned Incorporator of these Articles of Incorporation is a natural person competent to contract and hereby forms a corporation for profit under the General Corporation Act and other laws of the State of Florida.

#### ARTICLE I. NAME AND PRINCIPAL OFFICE

The name of this corporation is Bert A. Rasmussen, P.A. and its principal office is located at 220 E. Forsyth St., Ste. 222, Jacksonville, FL 32202.

#### ARTICLE II. DURATION

This corporation is to exist perpetually.

#### ARTICLE III. PURPOSE

This corporation is organized for the purpose of lawyers transacting any or all lawful business practices representing clients regarding their legal needs.

#### ARTICLE IV. CORPORATE POWERS

This corporation shall have all and singular the following powers:

To invest the funds of the corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the rendering of the corporation's business.

To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm or corporation, and to carry on any business which this corporation has the direct or incidental authority to pursue.

To enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit-sharing plan, (3) a stock bonus plan, (4) a thrift and savings plan, (5) a restricted stock option plan, or (6) other retirement or incentive compensation plan.

To purchase and acquire any or all of its shares owned and held by any such stockholder as should desire to sell, transfer or otherwise dispose of his shares, or any or all of its shares owned and held by a stockholder who dies, provided, however, the capital of this corporation cannot be impaired thereby.

To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objects of this corporation enumerated in these Articles of Incorporation, or any amendment to it, necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

To have, in furtherance of the corporate purpose, all of the powers conferred upon corporations organized under the Florida General Corporation Act subject to any limitations contained in these articles of incorporation.

#### **ARTICLE V. CAPITAL STOCK**

This corporation is authorized to issue one thousand shares of one (\$1.00) par value common stock.

#### **ARTICLE VI. INITIAL OFFICERS AND/OR DIRECTORS**

The initial officers of the corporation are: Bert A. Rasmussen, Esq.  
President/Secretary

#### **ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the initial registered agent of the corporation is Bert A. Rasmussen, 220 E. Forsyth St., Ste. 222, Jacksonville, FL 32202. The stockholders shall have the power to establish branch offices, and to move the principal office to any other address in Florida.

#### **ARTICLE VIII. INCORPORATORS**

The name and address of the incorporator signing these articles is:

Bert A. Rasmussen  
12645 Shoal Creek Lane North  
Jacksonville, FL 32202

## **ARTICLE IX. MANAGEMENT OF CORPORATION BY SHAREHOLDERS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

## **ARTICLE X. BY-LAWS**

The stockholders of this corporation shall have the sole power to adopt, amend or repeal By-laws for the management of this corporation, and the duties of the officers of this corporation shall be prescribed by such By-laws.

## **ARTICLE XI. AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation on May 15, 2006.

  
Bert A. Rasmussen, Incorporator

## DESIGNATION OF REGISTERED AGENTS

Bert A. Rasmussen having been named as registered agent to accept service of process for Bert A. Rasmussen, P.A. at 24 220 E. Forsyth St., Ste. 222, Jacksonville, FL 32202. Further, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Bert A. Rasmussen  
Bert A. Rasmussen

May 15, 2006  
Date

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA