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FLORIDA PROFIT/NON PROFIT CORPORATION

James & Cynthia of Palm Beach, Inc.

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Electronic Filing Menu

Corporate Filing Menu

Help

**ARTICLES OF INCORPORATION**  
**OF**  
**JAMES & CYNTHIA OF PALM BEACH, INC.**

**Article I - Name**

The name of this corporation is JAMES & CYNTHIA OF PALM BEACH, INC.

**Article II - Duration**

This corporation shall have perpetual duration commencing on the date of execution and acknowledgment of these Articles.

**Article III - Purpose**

This corporation is organized for the purpose of transacting any or all lawful business.

**Article IV - Capital Stock**

This corporation is authorized to issue 10,000 shares of ONE DOLLAR (\$1.00) par value common stock.

**Article V - Preemptive Rights**

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**Article VI - Principal Office; Mailing Address**

The mailing and principal address of this corporation is 212 Brazilian Avenue, Palm Beach, Florida 33480.

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Article VII - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 340 Royal Poinciana Way, Suite 321, Palm Beach, Florida 33480, and the name of the initial registered agent of this corporation at that address is M. Timothy Hanlon.

Article VIII - Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be fewer than one. The names and addresses of the initial directors of this corporation are:

James Duncan  
212 Brazilian Avenue  
Palm Beach, Florida 33480

Cynthia Thomas  
212 Brazilian Avenue  
Palm Beach, Florida 33480

Article IX - Incorporator

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

M. Timothy Hanlon, Esq.  
340 Royal Poinciana Plaza, Suite 321  
Palm Beach, Florida 33480

Article X - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.


Article XI - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

Article XII - Amendment


This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27<sup>th</sup> day of September, 2006.

  
M. Timothy Hanlon

Acceptance of Designation

The undersigned, M. Timothy Hanlon, hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.

  
M. Timothy Hanlon

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