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COVER LETTER

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

SUBJECT: Ste	even K. Teuber, P.A.		
	(PROPOSED CORPORA)	FE NAME – <u>MUST INCL</u>	UDE SUFFIX)
Enclosed are an ori	ginal and one (1) copy of the artic	les of incorporation and	a check for:
\$70.00	☑ \$78.75	□ \$78.75	\$87.50
Filing Fee	Filing Fee	Filing Fee	Filing Fee,
	& Certificate of Status	& Certified Copy	Certified Copy
			& Certificate of
			Status
		ADDITIONAL COPY REQUIRED	
	'		
FROM:	Steven K. Teuber		
Name (Printed or typed)			
4223 Del Prado Blvd. S			
	A	ddress	
Cape Coral, Florida 33904			
	City, S	State & Zip	
	239-542-1355		
Daytime Telephone number			

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION -ofSteven K. Teuber, P.A.

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The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract and being a licensed attorney in the State of Florida, hereby forms and establishes a professional service corporation under the Florida General Corporation Act and hereby adopt the following Articles of Incorporation:

ARTICLE I - Name

The name of the Corporation is Steven K. Teuber, P.A.

<u>ARTICLE II – Purpose</u>

The general nature of the business to be transacted by this professional services corporation is to engage in every phase and aspect of the business of rendering the same professional services to the public that an attorney duly licensed under the laws of the State of Florida is authorized to render, but such professional services shall be rendered only through officers, employees, and agents who are duly licensed under the laws of the State of Florida to practice law therein. The corporation may also transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III – Duration

The term of existence of the corporation is perpetual.

ARTICLE IV - Capital Stock

The aggregate number of shares which the corporation is authorized to issue is 50,000. Such shares will be of a single class and shall have a par value of \$.01 per share. None of the shares of this corporation may be issued to anyone other than an individual duly licensed to practice law in the State of Florida.

ARTICLE V - Preemptive Rights Granted

Each common shareholder of the corporation shall be entitled to full preemptive rights to acquire his proportional share of any unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe or to acquire such shares, which may be issued at any time by the corporation after 25,000 shares are issued and fully paid.

ARTICLE VI - Registered Office

The street address of the initial registered office of the corporation is: 4223 Del Prado Blvd. S, Cape Coral, Florida 33904 and the name of the initial registered agent at such address is: Steven K. Teuber. The principal office and the corporate headquarters shall be located at the street address of 4223 Del Prado Blvd. S., Cape Coral, Florida 33904, with a mailing address of 4223 Del Prado Blvd. S., Cape Coral, Florida 33904, and such principal office addresses may change from time to time.

ARTICLE VII - Special Meetings

Special meeting of the stockholders may be called at any time for any purpose by any officer or director of the corporation or the holders of 50% of all outstanding shares.

ARTICLE VIII - Self Dealing

No contract or other transaction between the corporation and one or more of its directors or any other corporation, firm, association or entity in which one or more directors or officers are financially interested, shall be either void or voidable because of such relationship or interest or because such director or directors are present at the meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies such contract or transaction or because his or their votes are counted for such purposes.

If:

- a) The fact of such relationship or interest is disclosed or known to the Board of Directors or committee which approves, authorizes or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested directors; or
- b) The fact of such relationship or interest is disclosed or known to the stockholders entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent; or
- c) The Contract or transaction is fair and reasonable as to the corporation at the time it is authorized by the Board, a committee or the stockholders.

As to (b), a majority vote of the shares is necessary; however party shares owned or controlled by the director who has an interest in the transaction set out above may not be counted under (b).

The corporation may loan monies to its employees or shareholders provided such loans are carried on the corporate books as receivables; are secured by the obligor's interest-bearing note; are recorded by the corporation and obligor as an indebtedness; are evidenced by a note, understanding or payment schedule regarding re-payment or payment of interest. The shareholders or employees provided notes payable are made and proper entries made on the corporate books; maturity dates are stated; if interest is not paid on a periodic basis, then the corporation is to reflect accrued interest on its books; corporation to be adequately capitalized; the corporation to pay back with fixed rate of interest; corporate minutes to reflect indebtedness and debt not be subordinate to any other obligation.

<u>ARTICLE IX – Transfer of Stock</u>

Shares of stock in this corporation shall not be transferred or sold until the sale or transfer has been reported to the board of directors.

ARTICLE X – Directors

This corporation shall have one Director initially. The number of directors may be either increased or diminished from time to time by the by-laws and the name and address of the initial directors of the corporation is:

Steven K. Teuber, Attorney at Law 4223 Del Prado Blvd. S Cape Coral, Florida 33904

ARTICLE XI – Incorporator

The name and address of the incorporator is:

Steven K. Teuber 4223 Del Prado Blvd. S Cape Coral, Florida 33904

ARTICLE XII - Commencement of Existence

The corporation shall be deemed to commence its existence on the date of filing of these Articles of Incorporation by the Department of State.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on the ______ day of January, 2008.

Having been named to accept service of process for <u>Steven K. Teuber, P.A.</u> at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the appointment as registered agent and the obligations of that position

pursuant to F.S. 607.0501(3).

Dated: January 3, 2008

Dated: January 3, 2008

Steven K. Teuber, Registered Agent

Steven K. Teuber, Incorporator

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