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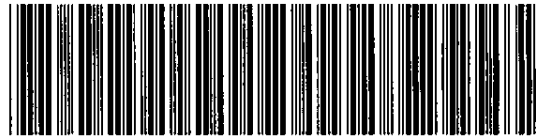
(Business Entity Name)

(Document Number)

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FILED

2008 MAR 21 PM 4:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch MAR 24 2008

COVER LETTER

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

SUBJECT: Shepard, Smith & Cassidy, P.A.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☒ \$70.00 Filing Fee
☐ \$78.75 Filing Fee & Certificate of Status

☐ \$78.75	☐ \$87.50
Filing Fee	Filing Fee,
& Certified Copy	Certified Copy
	& Certificate of
	Status
ADDITIONAL COPY REQUIRED	

FROM: Clifford B. Shepard
Name (Printed or typed)

111 S. Maitland Avenue
Address

Maitland, FL 32751
City, State & Zip

(407) 629-4323
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF
SHEPARD, SMITH & CASSADY, P.A.**

FILED
2008 MAR 21 PM 4: 25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these articles of incorporation, being duly licensed to practice law under the laws of the State of Florida, adopts these articles to form a corporation under the Professional Service Corporation Act, *Florida Statute §621*, and other laws of the State of Florida.

ARTICLE I. NAME

The name of this professional service corporation is Shepard, Smith & Cassady, P.A.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 111 S. Maitland Avenue, Maitland, Florida, 32751.

ARTICLE III. PURPOSE

This professional service corporation is formed to engage in every phase and aspect of the practice of law. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

ARTICLE IV. TERM OF EXISTENCE

This professional service corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

ARTICLE V. CAPITAL STOCK

The capital stock of this professional service corporation shall be 1000 shares of common stock having a par value of \$1.00 per share. None of the shares of this professional service corporation may be issued to anyone other than an individual duly licensed to practice law in the State of Florida.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this professional service corporation is 111 S. Maitland Avenue, Maitland, Florida, 32751. The name of the initial registered agent at that address

is Clifford B. Shepard.

ARTICLE VII. BOARD OF DIRECTORS

The business of this corporation shall be managed by its board of directors. The initial board of directors shall consist of three members. The names and addresses of the members of the first board of directors are:

Name	Address
Clifford B. Shepard	2211 Lake Nally Woods Drive Gotha, Florida 34734
D. Andrew Smith, III	1186 La Mesa Avenue Winter Springs, Florida 32708
Virginia Cassady	1629 Wood Duck Drive Winter Springs, Florida 32708

ARTICLE VIII. SUBSCRIBER

The name and address of the person signing these articles of incorporation as subscriber is:

Name	Address
Clifford B. Shepard	2211 Lake Nally Woods Drive Gotha, Florida 34734

ARTICLE IX. RESTRAINT ON ALIENATION OF SHARES

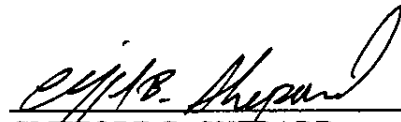
The shareholders of this professional service corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of this professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of this professional service corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details of the disposition, shall be determined by the shareholders of this professional service corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the

ownership of such stock. No shareholder of this professional service corporation may sell or transfer stock in the corporation except to another individual who is eligible to be a shareholder of the professional service corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose. If any shareholder becomes legally disqualified to practice law in the State of Florida, is elected to a public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that shareholder's shares of stock shall immediately become subject to purchase by this professional service corporation in accordance with the bylaws or separate agreement adopted by the shareholders.

ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

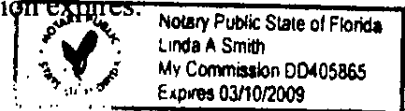
IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation on this 17th day of March, 2008.


CLIFFORD B. SHEPARD

STATE OF FLORIDA
COUNTY OF ORANGE

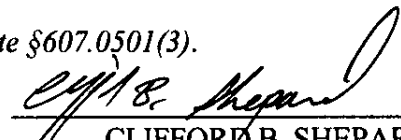
The foregoing articles of incorporation were acknowledged before me on this 17th day of March, 2008.


Notary Public
My commission expires.
(Seal)



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Shepard, Smith & Cassady, P.A., at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to *Florida Statute §607.0501(3)*.


CLIFFORD B. SHEPARD

Date: 3/17/08