

P08000053164

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100130490351

05/30/08--01032--020 **78.75

2008 MAY 29 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

LOUIS BAKKALAPULO, ESQ.
lou@bb-lawgroup.com

MICHAEL E. BOUTZOUKAS, ESQ.
meb@bb-lawgroup.com



CONSTANTINE CENTER
111 N BELCHER RD, SUITE 201
CLEARWATER, FL 33765
FACSIMILE - (727) 726-9545
PINELLAS - (727) 726-6233
PASCO - (727) 857-1886
HILLS - (813) 288-9779

BAKKALAPULO & BOUTZOUKAS, PA

www.bb-lawgroup.com

May 28, 2008

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

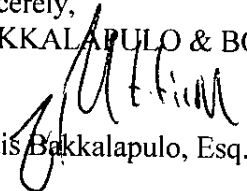
RE: Bakkalapulo & Associates, P.A.

Dear Sir/Madam:

Enclosed please find the Articles of Incorporation together with a check in the amount of \$78.75 which covers the cost for filing a new corporation. Also enclosed is a copy of the Articles to be returned to me in the enclosed self-addressed stamped envelope.

Should you have any questions, please do not hesitate to contact my office. Thank you for your assistance.

Sincerely,
BAKKALAPULO & BOUTZOUKAS


Louis Bakkalapulo, Esq.

LB/ci
Encl.

**ARTICLES OF INCORPORATION
OF**

BAKKALAPULO & ASSOCIATES, P.A.

The undersigned attorney, duly licensed to practice law in the State of Florida, desiring to form a professional corporation in accordance with Chapter 607 of the Florida Statutes and the Florida Professional Service Corporation Act, adopt the following Articles of Incorporation:

I. NAME

The name of the Corporation is BAKKALAPULO & ASSOCIATES, P.A.

II. PRINCIPAL AND REGISTERED OFFICE

The location and address of the Corporation's initial registered office in this State is 111 N. Belcher Rd., Suite 201, Clearwater, Pinellas County, Florida 33765. The initial registered agent at the registered office is Louis Bakkalapulo. The principal place of business for this Corporation shall be 111 N. Belcher Rd., Suite 201, Clearwater, FL 33765.

III. PURPOSE

The purpose for which the Corporation is organized shall be to engage in and carry on all branches of the practice of law within the State of Florida, and to do those things that are necessary or proper in connection with that practice, including, but not limited to, the following:

- (a) To purchase, lease, or otherwise acquire, to own, hold, and operate, and to sell, mortgage, pledge, lease, employ, or otherwise dispose of, encumber, or invest in such real estate, mortgages, stocks, bonds, and all types of personal property, tangible or intangible, as may be reasonably required in the conduct of its professional business and in connection with any other proper business activity in which the Corporation may engage.
- (b) To enter into and make all necessary contracts for the conduct of its professional business with any person, partnership, association, corporation, or other entity, and to perform, carry out, cancel, and rescind those contracts.
- (c) To borrow or raise money reasonably required in the conduct of its professional business and in connection with any proper business activity in which the Corporation may be engaged; and to execute and deliver any instruments that may be necessary to evidence the borrowing.

FILED
2008 MAY 29 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- (d) To form and become a participant in any partnership, limited partnership, or joint venture with any other individuals, firms, corporations, or entities, and to become a shareholder in any corporation for profit, and to become a member of any association, nonprofit corporation, or other entity.
- (e) To carry on any other business in connection with and incidental to any of the foregoing businesses, transactions, and dealings; and to do any other act legal under the laws of the State of Florida with a all the powers conferred on corporations by the laws of the State of Florida.
- (f) To restrict the manner in which the persons to whom its capital stock shall be issued or transferred and to enact by-laws to carry these restrictions into effect.
- (g) To do everything necessary, proper, advisable, or convenient for the accomplishment of the corporate purpose of the attainment of any of the objectives or the furtherance of any of the powers set forth in these Articles of Incorporation incidental to, pertaining to, or growing out of its professional business or otherwise, and at all times to comply with the provisions of the Florida Professional Service Corporation Act as currently enacted and as may be hereafter amended or superseded by any other statute.

IV. DURATION

The term of existence of the Corporation is perpetual.

V. PROFESSIONAL SERVICES

The professional services of the Corporation shall be rendered only through officers, employees, and agents who are duly licensed attorneys or otherwise legally authorized to practice law within the State of Florida. Professional services shall be rendered in each case by the officer, employee, or agent designated solely by this Corporation, acting through its duly elected officers.

VI. INCORPORATION

The name and post office address of the incorporator is:

Louis Bakkalapulo
111 N. Belcher Rd., Suite 201
Clearwater, FL 33765

VII. AMENDMENT OF ARTICLES

The Corporation reserves the right at any time, and from time to time, to amend these Articles of Incorporation in the manner now or hereafter permitted by statute. Any change authorized by the holders of shares entitling them to exercise two thirds of the overall voting power of the Corporation (or such greater number as may then be required by statute), shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder.

VIII. INTERESTED DIRECTORS AND OFFICERS

A director or officer of the Corporation shall not be disqualified by office from dealing or contracting with the Corporation as a vendor, purchaser, employee, agent or otherwise. No act of the Corporation shall be void or voidable or in any way affected by reason of the fact that any director or corporation; a trustee or beneficiary of a trust; or otherwise connected with any other enterprise that is in any way interested in the act. No director or officer shall be accountable or responsible to the Corporation for or in respect to any act of the Corporation or for any gains or profits directly or indirectly realized by reason of the fact that the director or officer or any firm which he or she is a member; any corporation of which he or she is an officer, shareholder, director, or trustee; any trust member of which he or she is a trustee or beneficiary; or other entity with which he or she is connected is interested in the act. The fact that the director or officer, or that the firm, corporation, trust, or other entity is interested shall be disclosed or shall have been known to the Board of Directors or the members of the Board present at any meeting of the Board of Directors at which action on the transaction is taken. Any interested director may be counted in determining the existence of a quorum at any meeting of the Board of Directors that authorizes or takes actions in respect to any such transaction; and any interested director may vote to authorize, ratify, or approve the transaction. Any officer of the Corporation may take any action within the scope of his or her authority, respecting any act, with like force and effect as if he or she, or any other entity with which he or she is connected, were not interested in the act. Without limiting or qualifying the foregoing, if in any judicial or other inquiry, suit, cause, or proceeding, the question of whether a director or officer of the Corporation has acted in good faith is material, and notwithstanding any statute or rule of law or of equity to the contrary (if there is any), his or her good faith shall be presumed, in the absence of clear and convincing evidence and proof to the contrary.

IX. INDEMNIFICATION

The Corporation shall indemnify each of its officers, directors, and employees, whether or not then in office, and his or her heirs and legal representatives against all expenses, judgments, decrees, fines, penalties, or other amounts paid in satisfaction of, in

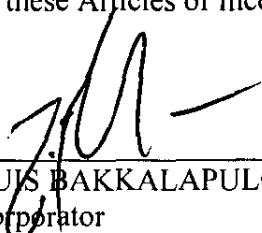
settlement of, or in connection with the defense of any pending or threatened action, suit, or proceeding, civil or criminal, to which he or she is or may be made a party by reason of having been a director, officer, or employee of the Corporation. Without limitation, the term "expenses" shall include all counsel fees, expert witness fees, court costs, and any other costs of a similar nature. The Corporation shall not, however, indemnify any officer, director, or employee until a majority of the Board of Directors has determined by majority vote at a meeting or by a written instrument signed by a majority of all of the directors, that the officer, director or employee.

- (a) Was not grossly negligent in his or her duty to the Corporation, nor guilty of intentional misconduct in the performance of duties to the Corporation;
- (b) Acted in good faith in what he or she reasonably believed to be in the best interests of the Corporation; and
- (c) In any matter subject to criminal action, suit or proceeding, had no reasonable cause to believe that the conduct was unlawful.

In making this determination, all of the directors, including any director who is a party to or threatened with the action, suit, or proceeding, shall be entitled to vote at the meeting or to sign the written instrument and thereby be counted for all purposes in determining a majority of the Board of Directors.

Any officer, director, or employee who is entitled to indemnification from the Corporation may make a written demand on the Board of Directors, by serving the written demand on the President or the Secretary (unless the President and the Secretary are both making the demand, in which case service may be made on any other officer of the Corporation). If the Board of Directors does not, within fifteen (15) days after service of the written demand, determine that the officer, director or employee is entitled to indemnification, the officer, director or employee may within sixty (60) days following the date of service of the demand, apply to a court of general jurisdiction in the county in which the Corporation maintains its principal office, to consider the matters referred to in subparagraphs (a), (b), and (c) above. If the court determines that the conduct of the officer, director or employee was such as to meet the requirements in the subparagraphs, the court shall order the Corporation to indemnify the officer, director or employee to the same extent as if the Board of Directors had originally made the determination.

28th IN WITNESS WHEREOF, I have signed these Articles of Incorporation this
day of May, 2008.




LOUIS BAKKALAPULO
Incorporator

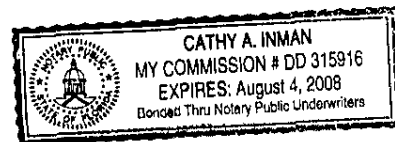
STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared Louis Bakkalapulo, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I hereunto set my hand and official seal this 28th day of May, 2008.



NOTARY PUBLIC




**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That, BAKKALAPULO & ASSOCIATES, P.A., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Clearwater, County of Pinellas, and State of Florida, has named Louis Bakkalapulo, located at 111 N. Belcher Rd., Suite 201, Clearwater, FL 33765, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-styled Corporation at the place designated 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.



LOUIS BAKKALAPULO
Registered Agent

FILED
2009 MAY 29 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA