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WILLIAM E. LOWE

ATTORNEY AT LAW

Suite 150, Riverview Center 1111 Third Avenue West Bradenton, Florida 34205 941-745-3501 FILED
SECRETARY OF STATE
DIVISION OF LORPORATIONS

08 AUG - 1 PM 3: 06

July 30, 2008

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

Re: Incorporation - WILLIAM E. LOWE, P.A.

Dear Sir or Madame:

Please find enclosed herewith, Articles of Incorporation which I request be filed. Also enclosed is a check in the amount of \$78.75 to pay the filing fees and costs and for one (1) certified copy of the Articles after they are filed.

Please return the certified copy to this office.

Thank you for your attention to this matter and I am,

Very truly yours,

William E. Lowe

enc (2)

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

08 AUG -1 PM 3:06

ARTICLES OF INCORPORATION OF WILLIAM E. LOWE, P.A.

THE UNDERSIGNED subscriber to these Articles of Incorporation, being a natural persons competent to contract, hereby forms a Professional Service Corporation under the laws of the State of Florida.

ARTICLES I. NAME

THE NAME of this Corporation shall be WILLIAM E. LOWE, P.A.

THE PRINCIPAL place of business of this Corporation initially shall be Suite 150, 1111
Third Avenue West, , Bradenton, Manatee County, Florida 34205.

ARTICLE II. DURATION

THE EXISTENCE of this Corporation shall be in perpetuity.

ARTICLE III. PURPOSE

THE CORPORATION is organized for the purpose of the engaging in the practice of the profession of Law, and any other lawful activities not inconsistent with the practice of Law or the provisions of F.S. 621.

THIS CORPORATION shall also carry out other business activities incident to the providing of legal services.

ARTICLE IV. CAPITAL STOCK

THIS CORPORATION is authorized to issue 1000 shares of \$.01 par value common stock, which shall be designated "common shares".

ARTICLE V. POWERS

THIS CORPORATION shall have the following powers:

- 1. All powers given to the Corporation under Florida Statutes Chapters 621 and 607 in their present form or as they may be hereinafter amended, to exercise all powers that are presently conferred by law upon the Corporation, to do any and all things to the same extent as a natural person might or could do, and to enjoy all powers necessary and proper to effectuate the purpose of this Corporation.
 - 2. All powers necessary to the providing of legal services to the clients of the P.A.

ARTICLE VI. STOCKHOLDER RIGHTS

EACH HOLDER of common stock that has been properly issued and is then currently outstanding shall have the right to participate ratably in the earnings by way of dividends, when, as and if declared by the directors, usually in the exercise of their discretion, out of legally available funds. Moreover, each share has the right to participate in the net assets (after satisfying liabilities to creditors) upon liquidation and the right to participate ratably in the control of the Corporation by one vote (non-cumulative) per share. Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares. Each shareholder must be licensed to practice the profession of law in the state of Florida and eligible to practice.

<u>ARTICLE VII. PREEMPTIVE RIGHTS</u>

EVERY SHAREHOLDER, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase a pro rata share of any new issue. Such preemptive rights must be exercised in writing within thirty (30) days after written notice of the existence of said new issue is sent to the shareholders.

ARTICLE VIII. REGISTERED AGENT AND OFFICE

THE STREET address of the initial registered office of the Corporation is 1111 Third.

Avenue West, Suite 150, Bradenton, Florida, Florida and the initial Registered Agent is William E. Lowe.

ARTICLE IX. INITIAL BOARD OF DIRECTORS

THIS CORPORATION shall have one (1) Director initially. The maximum numbers of directors of this Corporation shall be three (3) and the number of Directors may either increase or decrease from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial Director of this Corporation are: William E. Lowe, 547 Chevy Chase Drive, Sarasota, Florida 34243.

ARTICLE X. INCORPORATORS

THE NAMES AND addresses of the persons signing these Articles of Incorporation are: William E. Lowe, 547 Chevy Chase Drive, Sarasota, Florida 34243.

ARTICLE XI. SPECIAL MEETINGS

SPECIAL MEETINGS of shareholders may be called by the President, or by a majority of the directors or by the holders of not less than one-third (1/3) of the shares entitled to vote and other persons or groups may be entitled to call a special meeting of the shareholders as may be authorized in the By-Laws.

ARTICLE XII. POWERS RESTRICTED

THIS CORPORATION shall have all of the corporate powers enumerated in the Florida General Corporation Act, except this Corporation shall not have the power to issue and create stock rights and stock options except as approved by the majority of stockholders of the outstanding and issued stock at any regular or specially called stockholders meetings.

ARTICLE XIII. INDEMNIFICATION

THE CORPORATION shall indemnify any officer or directors or any former officer or director, to the full extent permitted by law. Any transaction between the Corporation and another shall not be affected because one or more of the stockholders or directors has a personal interest in the transaction or in connection with such other person.

ARTICLE XIV. AMENDMENT OF ARTICLES

THE ARTICLE of Incorporation shall be amended from time to time by a majority vote of shareholders at the annual stockholders meeting or at any special stockholders meeting. The notice for annual or special stockholders meeting is required only to state that the Articles of Incorporation are to be amended at the noticed meeting. The Articles of Incorporation may be amended without notice when a majority of stockholders are present in person at any annual or special stockholders meeting. If the majority of stockholders do not appear in person, but are represented by proxy, the minimum notice stating that the Articles of Incorporation are to be amended shall be issued prior to the proposed amendments to the Articles of Incorporation.

ARTICLE XV. AMENDMENT OF BY-LAWS

THE BY-LAWS of this Corporation shall be amended from time to time by the directors of the Corporation by majority vote at any specially called or annual directors meeting or shall be amended at any annual or special stockholders meeting. Specific notice at any directors or stockholders meeting in which an amendment to the By-Laws is to be made shall not be required to be given as to any proposed amendment thereof.

INCORPORATORS:

STATE OF FLORIDA: COUNTY OF MANATEE:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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THE FOREGOING instrument was acknowledged before me on this <u>30</u> day of July, 2008, by William E. Lowe, whose identity was established by a current driver license and who being sworn acknowledged that he signed the same for the purposes indicated.

PAULA S. ROWLAND
Notary Public, State of Florida
My comm. expires Jan. 11, 2012
Comm. No. DD 746500
Bonded Thru RLI Insurance Company/Surety Division

NOTARY PUBLIC
My Commission Expires:

DESIGNATION OF REGISTERED AGENT

PURSUANT to Florida Statutes, the following is submitted in compliance with said act: That WILLIAM E. LOWE, P.A., desiring to organize under the laws of the State of Florida with its principal office and its Registered Office both as indicated in the Articles of Incorporation, in the County of Manatee, State of Florida, has named William E. Lowe, 1111 Third Avenue West, Suite 150, Bradenton, Florida 34205 as its agent to accept service of process within the State.

ACKNOWLEDGMENT

HAVING been named to accept service of process for the above stated Corporation, at the time and place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said act, relative to keeping open said office.

REØISTERED AGENT

William E. Lowe