

Florida Department of State  
Division of Corporations  
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## To:

Division of Corporations  
Fax Number : (850) 617-6381

## From:

*Debbie Thacker*  
Account Name : FOWLER, WHITE 2  
Account Number : I19990000148  
Phone : (813) 228-7411  
Fax Number : (813) 228-9401

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## FLORIDA PROFIT/NON PROFIT CORPORATION

Banker Lopez Gassler P.A.

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**OFFICE OF FINANCIAL REGULATION**

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COMMISSIONER OF  
AGRICULTURE

September 9, 2008

Ms. Debbie Thacker  
501 E. Kennedy Blvd., Suite 1700  
Tampa, FL 33602

Dear Ms. Thacker:

Re: Banker, Lopez & Gassler, P. A.

Thank you for your recent letter/fax requesting approval for use of the above-referenced name.

It is the opinion of this Office that the above-referenced corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Office does not object to your use of the above-referenced name being registered to conduct business in the state of Florida. However, this does not give one the authority to act in any licensed capacity until all licensing requirements have been met within this state.

Sincerely,

A handwritten signature in black ink, appearing to read "Linda B. Charity".

Linda B. Charity  
Director

LBC:bk

cc: Karon Beyer, Chief, Bureau of Commercial Recordings, Division of Corporations,  
Department of State

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**ARTICLES OF INCORPORATION  
OF  
BANKER LOPEZ GASSLER P.A.**

I, the undersigned, make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a professional service corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I**

**Name and Address**

The name of this corporation shall be:

BANKER LOPEZ GASSLER P.A.

The principal office and mailing address of this corporation shall be:

501 East Kennedy Boulevard  
Suite 1600  
Tampa, Florida 33602

**ARTICLE II**

**Existence of Corporation**

This corporation shall have perpetual existence.

**ARTICLE III**

**Purpose**

The general nature of the business to be transacted by this corporation or the objects or purposes of the corporation shall be to engage in the practice of law.

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#### ARTICLE IV

##### Capital Stock

(a) The total number of shares of capital stock authorized to be issued by the corporation shall be 10,000 shares having a par value of \$.01 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. The Board of Directors may authorize shares to be issued for consideration consisting of any tangible or intangible property or benefit to the corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the corporation. Before the corporation issues shares, the Board of Directors shall determine that the consideration received or to be received for shares to be issued is adequate. All stock when issued shall be paid for and shall be nonassessable.

(b) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

#### ARTICLE V

##### Registered Office and Registered Agent

The street address of the corporation's initial registered office is 501 East Kennedy Boulevard, Suite 1600, Tampa, Florida 33602, and the name of the corporation's initial registered agent at such address is Frank H. Gassler. The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes.

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## ARTICLE VI

### Initial Board of Directors

The number of directors constituting the initial Board of Directors shall be five (5), and the names and addresses are as follows:

<u>Name</u>	<u>Address</u>
Robert E. Banker	501 East Kennedy Boulevard Suite 1600 Tampa, Florida 33602
Joseph K. Lopez	501 East Kennedy Boulevard Suite 1600 Tampa, Florida 33602
Frank H. Gassler	501 East Kennedy Boulevard Suite 1600 Tampa, Florida 33602
David L. Bresler	501 East Kennedy Boulevard Suite 1600 Tampa, Florida 33602
David C. Lockwood	501 East Kennedy Boulevard Suite 1600 Tampa, Florida 33602

## ARTICLE VII

### Incorporator

The name and address of the incorporator of this corporation is as follows:

<u>Name</u>	<u>Address</u>
Frank H. Gassler	501 East Kennedy Boulevard Suite 1600 Tampa, Florida 33602

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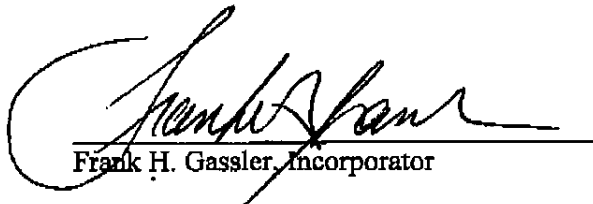
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## ARTICLE VIII

### Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles for the uses and purposes therein stated.



Frank H. Gassler, Incorporator

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## CERTIFICATE OF ACCEPTANCE

Having been named to accept service of process for the above-stated corporation, at the place designated in its Articles of Incorporation, I hereby agree to act in such capacity, and I am familiar with and accept, the obligations provided for in Section 607.0501(3), Florida Statutes.

Signature: 

Frank H. Gassler  
(Registered Agent)

Date 9/3/08

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