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### JOHN K. FINCH

Attorney at Law

April 14, 2009

Department of State Division of Corporations Corporate Records Bureau P.O. Box 6327 Tallahassee, FL 32301

Re: GAIL RODRIGUEZ, P.A.

Dear Sir/Madam:

Enclosed is an original and one copy of Articles of Incorporation and the original and one copy of the Certificate Designating Registered Agent and Place of Business or Domicile for the Service of Process Within Florida for the above-named corporation. In addition, a check in the amount of \$78.75 is enclosed, which represents \$35.00 for the filing fee, \$35.00 for the Registered Agent designation, and \$8.75 for a certified copy.

Please file the original of the enclosed Articles of Incorporation and return a certified copy to me in the envelope provided. If you have any questions or need additional information, please give me a call.

Jineg diy,

OHN K. FINCH

JKF/rl enclosures



April 20, 2009

GAIL RODRIGUEZ, P.A. P.O. BOX 16464 CLEARWATER, FL 33766

SUBJECT: GAIL RODRIGUEZ, P.A. Ref. Number: W09000018420

We have received your document for GAIL RODRIGUEZ, P.A. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

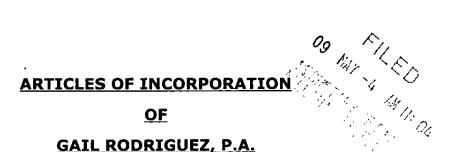
Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Letter Number: 209A00013179

Paisley A Alford Clerk New Filing Section

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314



#### ARTICLE I. CORPORATE NAME.

The name of this corporation shall be: GAIL RODRIGUEZ, P.A.

#### ARTICLE II. TERM OF EXISTENCE.

This Corporation shall have perpetual existence commencing upon filing of these articles and continuing until dissolved according to law.

#### ARTICLE III. PURPOSE.

The Purpose of this Corporation is the profession of Real Estate Sales Associate. The sale and exclusive professional service to the rendered Corporation is that of a Real Estate Sales Associate.

#### ARTICLE IV. CAPITAL STOCK.

This Corporation is authorized to issue and have outstanding at any one time 1,000 shares of \$1.00 par value per share common stock.

Par value shares may be issued only for a consideration having a value, in the judgment of the board of directors, at least equivalent to the full par value of the stock to be issued. Shares may not be issued until the full amount of the consideration therefor has been paid. Thereafter, all shares issued shall be deemed fully paid and non-assessable.

#### ARTICLE V. BOARD OF DIRECTORS.

This Corporation shall have one initial director. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one. All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

Any and all of the powers and duties conferred to or imposed upon the board of directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The name of the initial director of this Corporation and his street address is:

GAIL RODRIGUEZ
3166 Hyde Park Drive
Clearwater, FL 33761

The person named as initial director shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

#### ARTICLE VI. INDEMNIFICATION.

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

#### ARTICLE VII. BYLAWS.

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended or repealed by the board of directors.

#### ARTICLE VIII. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### ARTICLE IX. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

GAIL RODRIGUEZ
3166 Hyde Park Drive
Clearwater, FL 33761

## ARTICLE X. PRINCIPAL OFFICE/REGISTERED OFFICE ADDRESS AND AGENT

The street address, as well as, the mailing address of the **Principal Office** is **3166 Hyde Park Drive**, **Clearwater**, **FL 33761**, and the mailing address shall be **P.O. Box 16464**, **Clearwater**, **FL 33766** and the **Registered Office** of this Corporation in the State of Florida shall be 323 Main St., Safety Harbor, Florida 34695 and the name of the registered agent of this corporation

at that address is **John K. Finch, Esq**. The Principal Office and Registered Office have different street and mailing addresses.

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on April <u>15</u>, 2009.

GAIL RODRIGUEZ

Incorporator

Notary Public

# STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this  $\underline{i} \leq^{\exists}$  day of April, 2009, by **GAIL RODRIGUEZ**, who is personally known to me/who produced  $\underline{\mathit{FL}}$   $\underline{\mathit{TL}}$   $\underline{\mathit{il}}$  as identification, and who did/did not take an oath.

17362-253 61-671-0

Rebecca LaBarre Commission DD 681993 Expires June 5, 2011 Booded Thru Troy Fain Insurance 600-385-7019

LaBarre My Commission Expires:

# CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted:

**GAIL RODRIGUEZ, P.A.**, to organize or qualify under the laws of the State of Florida, with its Initial Registered Office as indicated in the Articles of Incorporation, at 323 Main Street, Safety Harbor, County of Pinellas, State of Florida, 34695, has named **JOHN K. FINCH** as its agent to accept service of process within Florida.

#### **ACKNOWLEDGMENT AND ACCEPTANCE:**

Having been named as the Registered Agent for the above said corporation for the purpose of accepting service of process at the registered office designated in this certificate, I hereby accept such appointment and acknowledge that I am familiar with and accept the obligations and responsibilities of such office as provided for in Florida Statutes Chapter 607.0505 and all other statutes relative to the proper performance of my duties. Accepted this  $1.5\,$  day of April, 2009.

JOHN K. FINCH, Registered Agent