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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## COVER LETTER

Department of State  
New Filing Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Tala A. Woods, 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 Filing Fee  
& Certified Copy  
☐ \$87.50 Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: Tala A. Woods  
Name (Printed or typed)  
2327 Broadmoor Lane  
Address  
Jacksonville, FL 32207  
City, State & Zip  
904-396-1007  
Daytime Telephone number  
talaw@comcast.net  
E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION**  
**OF**  
**TALA A. WOODS, P.A.**

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TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a professional association under the Professional Services Corporation Act, hereby adopts the following Articles of Incorporation.

**Article I**  
**Name and Duration**

The name of this professional association is TALA A. WOODS, P.A. The duration of the professional association is perpetual. The effective date upon which this professional association shall come into existence shall be the date these Articles are filed by the Secretary of State.

**Article II**  
**Principal Office**

The address of the principal office and mailing address of the professional association in the State of Florida is 2327 Broadmoor Lane, Jacksonville, Florida 32207.

**Article III**  
**Corporate Purposes, Powers and Rights**

The general purpose for which this professional association is organized shall be:

1. To render professional legal services to the general public, and to do all things in connection therewith that are customarily done by attorneys at law under the laws of the State of Florida.
2. In furtherance of its corporate purposes, the professional association shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Professional Service Corporation Act.

**Article IV**  
**Capital Stock**

The maximum number of shares of stock which this professional association is authorized to have outstanding at any one time is ten thousand (10,000) shares having no par value.

**Article V**  
**Shareholder Restrictions**

No one other than an individual who is duly licensed or legally authorized to render legal services in the State of Florida may own stock of this professional association. No shareholder of this professional association shall enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock. Any stockholder who becomes legally disqualified to render legal services shall sever all employment with financial interest in the professional association. No shareholder shall transfer any shares of stock of the professional association, except to another individual who is eligible to be a shareholder of the professional association.

**Article VI**  
**Registered Office and Agent**

The street address of the registered office of this professional association is 2327 Broadmoor Lane, Jacksonville, Florida 32207 and the name of the registered agent of this professional association at that address is Tala A. Woods.

**Article VII**  
**Directors**

1. This professional association shall have one (1) director initially. The number of directors may be increased or diminished from time to time in accordance with the bylaws, but shall never be less than one (1). The manner of selection of directors shall be as provided in the bylaws.

2. The name and street address of the initial member of the board of directors of this professional association, who is licensed to practice law in the State of Florida, is:

**Name:**

Tala A. Woods

**Address:**

2327 Broadmoor Lane  
Jacksonville, Florida 32207

3. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

**Article VIII**  
**Bylaws**

The power to adopt, amend or repeal bylaws for the management of this professional association shall be vested in the Board of Directors or the shareholders, but the Board of

Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to the amendment or repeal by the Board of Directors.

**Article IX**  
**Incorporator**

The name and street address of the incorporator of this professional association is Tala A. Woods, 2327 Broadmoor Lane, Jacksonville, Florida 32207.

**Article X**  
**Amendment**

This professional association reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and any right conferred upon the shareholders is subject to this reservation.

**IN WITNESS WHEREOF**, the incorporator has executed these Articles the 4<sup>th</sup> day January, 2010.



\_\_\_\_\_  
Tala A. Woods

Incorporator for Tala A. Woods, P.A.

**CERTIFICATE DESIGNATING REGISTERED  
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 607.0501, 607.0505 and 621.13, Florida Statutes, the following is submitted.

That, Tala A. Woods, P.A., desiring to organize or qualify under the laws of the State of Florida, hereby designates Tala A. Woods as its registered agent to accept service of process within the State of Florida, and the address of its registered office shall be 2327 Broadmoor Lane, Jacksonville, Florida 32207.

Dated this 4th day of January, 2010.

By: Tala A. Woods  
Tala A. Woods, Director

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**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above state professional association, at the place designated in this certificate, I hereby agree to accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 4th day of January, 2010.

By: Tala A. Woods  
Tala A. Woods