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### POTTER CLEMENT LOWRY & DUNCAN

#### ATTORNEYS AT LAW

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DEL'G. POTTER, P.A.\* G. EDWARD CLEMENT, P.A. ARCHIE O. LOWRY, JR., P.A. BRUCE G. DUNCAN, P.A.\*\* JOSEPH N. ALEXANDER PHONE: (352) 383-4186 FAX: (352) 383-0087

\*Certified Circuit Mediator

\*\*Of Counsel

February 11, 2010

VIA UPS NEXT DAY AIR

Department of State
Division of Corporations
Clifton Bldg.
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Articles of Incorporation

Amy R. Huff DVM, P.A.

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of Articles of Incorporation for the above-referenced corporation. You will also find enclosed this firm's check payable to the Department of State in the amount of \$108.75, representing the following fees:

\$ 35.00	Filing Fee
\$ 35.00	Registered Agent Designation
\$ 8.75	Certificate of Status
\$ 30.00	Certified Copy
\$108.75	Total

We would appreciate your filing the enclosed Articles and sending us confirmation of same.

If you have any questions, please do not hesitate to contact me. We appreciate your assistance in this matter.

Very truly yours.

Archie O. Lowry, Jr.

AOLjr/rp Enclosures

#### ARTICLES OF INCORPORATION

**OF** 

#### AMY R. HUFF DVM, P.A.

## ARTICLE I - NAME

The name of this Corporation is Amy R. Huff DVM, P.A. and the address is 1231 W. Dixie Ave., Leesburg, Florida 34748.

#### **ARTICLE II - TERM OF EXISTENCE**

The existence of this Corporation shall exist perpetually.

#### **ARTICLE III - NATURE OF BUSINESS**

This Corporation may engage or transact in any or all activities or businesses rendering the same professional services to the public that a duly licensed veterinarian under the law of the State of Florida is authorized to render, but such professional services shall be rendered only through officers, employees and agents who are duly licensed under the laws of the State of Florida to practice veterinary medicine.

To invest the funds of this Corporation in real estate, mortgages, stocks, bonds or other type of investment, and to own real and personal property necessary for the rendering of professional services.

To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereto, necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of this Corporation.

To engage in any activity of business permitted under the laws of the United States and of the State of Florida.

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AND AND ASSES TO DEBUT

The foregoing paragraphs shall be construed as enumerating both objects and purposes of this Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall be held to limit or restrict in any manner the purposes of this Corporation otherwise permitted by law.

#### ARTICLE IV - CAPITAL STOCK

This Corporation shall have the authority to issue TEN THOUSAND (10,000) shares, all of one class, having a ONE DOLLAR (\$1.00) par value.

#### ARTICLE V – DENIAL OF PREEMPTIVE RIGHTS

No shareholder shall have the preemptive right to purchase any new stock of this Corporation.

#### <u>ARTICLE VI - VOTING RIGHTS</u>

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 shares. None of the shares of this Corporation may be issued to anyone other than an individual duly licensed to practice accounting in the State of Florida.

#### <u>ARTICLE VII - DENIAL OF ACCUMULATIVE VOTING</u>

No shareholder shall have the right to accumulate his or her votes at any election for the Board of Directors nor any other matter of this Corporation.

#### ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Principal Office of this Corporation is 1231 W. Dixie Ave., Leesburg, Florida 34748. The street address of the Registered Agent and Resident Agent of this Corporation is at 1231 W. Dixie Ave., Leesburg, Florida 34748, and the name of the Registered Agent and Resident Agent at that address is Amy R. Huff.

#### <u>ARTICLE IX - BOARD OF DIRECTORS</u>

This Corporation shall have between one (1) and five (5) Directors. The initial Board of Directors shall have one (1) Director. The number of Directors may be either increased or decreased

from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Director of this Corporation is as follows:

Amy R. Huff 1231 W. Dixie Ave. Leesburg, FL 34748

#### **ARTICLE X - INCORPORATOR**

The name and address of the person signing these Articles is as follows:

Amy R. Huff 1231 W. Dixie Ave. Leesburg, FL 34748

#### ARTICLE XI - LIMITATIONS ON AMENDMENT

This Corporation reserves the right to amend or repeal any provision of these Articles of Incorporation in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation under the laws of the State of Florida this 10th day of February, 2010.

STATE OF FLORIDA COUNTY OF LAKE

Sworn to and subscribed before me this 10<sup>T</sup> day of February, 2010, by AMY R. HUFF.

 $(\checkmark)$  who is personally known to me.

who has produced a Florida drivers license as identification.

NOTARY PUBLIC STATE OF FLORIDA

My commission exp



# ACCEPTANCE OF REGISTERED AND RESIDENT AGENT

I, Amy R. Huff, hereby accept the position of Registered and Resident Agent for Amy R. Huff DVM, P.A.

Amy R. Huff

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