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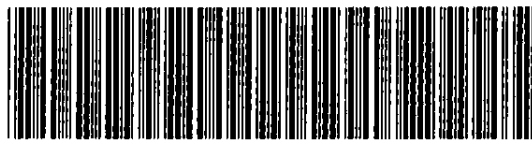
(Business Entity Name)

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COVER LETTER

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

SUBJECT: Margaret Keys McCain, 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: Margaret Keys McCain
Name (Printed or typed)

1045 31 Ave
Address

Vero Beach, FL 32960
City, State & Zip

772-564-6112
Daytime Telephone number

mcca8058@bellsouth.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

FOR

MARGARET KEYS McCAIN, P.A.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Professional Corporation for profit under Chapter 607 and 621 of the Florida Statutes.

ARTICLE 1 – NAME

The Name of the Professional Corporation is Margaret Keys McCain, P.A.

ARTICLE 2 – PRINCIPLE PLACE OF BUSINESS

The principle place of business shall be 1826 14th Avenue, Suite 201, Vero Beach, FL 32960. The mailing address is one in the same as the principle place of business.

ARTICLE 3 – PURPOSE OF PROFESSIONAL CORPORATION

The Professional Corporation shall engage in the practice of law and any and all activities and services associated with the legal profession permitted in the State of Florida and the United States.

ARTICLE 4 – INCORPORATOR

The street name and address of the incorporator of the Professional Corporation is:

Margaret Keys McCain
1826 14th Avenue, Suite 201
Vero Beach, FL 32960
Florida Bar #123900

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ARTICLE 5 – OFFICERS

The initial President of the Professional Corporation shall be Margaret Keys McCain, who is a licensed attorney in the State of Florida in good standing. The initial Secretary/Treasurer shall be Margaret Keys McCain.

ARTICLE 6 – CAPITALIZATION

- 6.1 The maximum number of shares of stock permissible at any time for the Professional Corporation is ONE THOUSAND (1,000). The shares shall be common stock, each having a par value of ONE DOLLAR (\$1.00).
- 6.2 No holder of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the board of directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the board of directors may deem advisable in connection with such issuance.
- 6.3 The board of directors may, by articles supplementary, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.
- 6.4 Stock may only be issued to a professional corporation, a professional limited liability company, or an individual who is duly licensed or otherwise legally authorized to render legal services.
- 6.5 The Professional Corporation shall have the right of first refusal in any sale of stock.

ARTICLE 7 – SUB-CHAPTER “S” CORPORATION

The Professional Corporation may elect to be an “S” Corporation as provided in Sub-chapter S of the Internal Revenue Code of 1986, as amended.

- 7.1 The shareholders of the Professional Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Professional Corporation unanimously agree otherwise in writing.
- 7.2 After the Professional Corporation has elected to be an S Corporation, none of the shareholders, without the written consent of the other shareholders, shall take any action, or make any transfer or other disposition of the Shareholders’ shares of stock in the Professional Corporation, which will result in the termination or revocation of such election to an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.
- 7.3 Upon election of the S Corporation Status, each share of stock issued by the Professional Corporation shall contain the following legend:

“The shares of stock represented by this certificate cannot be transferred if such a transfer would void the election of the Professional Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended.”

ARTICLE 8 – POWERS OF PROFESSIONAL CORPORATION

The Professional Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 9 – TERMS OF EXISTENCE

The Professional Corporation shall have perpetual existence.

ARTICLE 10 – TITLE

The Professional Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered in the books of the Corporation as the owner thereto, for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Professional Corporation shall have notice thereof.

ARTICLE 11 – REGISTERED OFFICE AND REGISTERED AGENT

The initial address of the registered office and Registered Agent of the Professional Corporation is Matthew McCain, 1045 31st Avenue, Vero Beach, Florida 32960.

ARTICLE 12 – BYLAWS

The Board of Directors of the Professional Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Professional Corporation, by two thirds majority of all Board of Directors.

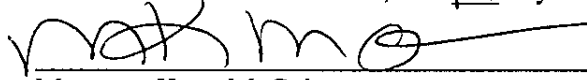
ARTICLE 13 – EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 14 – AMENDMENT

The Professional Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, or to add any provision to the Articles or to any amendment hereto in any manner now or hereafter prescribed or permitted by provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are subject to this reservation.

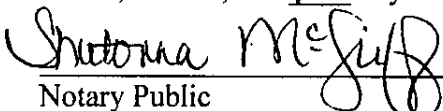
IN WITNESS WHEREOF, I have hereunto sent my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 4th day of April 2010.


Margaret Keys McCain
Incorporator

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

BEFORE ME, a Notary Public in and for the State of Florida, duly qualified and acting as an officer aforesaid to take acknowledgments, personally appeared Margaret Keys McCain, to me known to be the person who executed the foregoing Articles of Incorporation of MARGARET KEYS McCAIN, P.A. and she acknowledged that she executed the same for the purposes therein set forth.

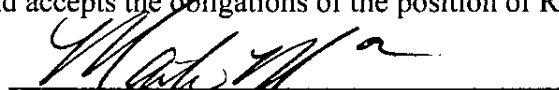
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Vero Beach, Florida, this 4th day of April 2010.


Notary Public



ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

Matthew McCain, having been designed as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Florida Statute 607.0505.


MATTHEW McCAIN
Registered Agent

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