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**FLORIDA PROFIT/NON PROFIT CORPORATION  
BLUE & PLEAS, P.A.**

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June 1, 2010

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

BURKE AND BLUE, P.A.

SUBJECT: BLUE & PLEAS, P.A.  
REF: W10000026218

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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FAX And. #: H10000126317  
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**ARTICLES OF INCORPORATION  
OF  
BLUE & PLEAS, P.A.**

The undersigned natural person, competent and licensed to practice law in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Chapter 607, Florida Business Corporation Act, and Chapter 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation. All references to "corporation" hereafter refer to the corporation as a corporation under the provisions of Chapter 621, Florida Statutes.

**Article I - Name of Corporation, Principal Office and Mailing Address**

The name of this corporation shall be BLUE & PLEAS, P.A. The principal office of this corporation shall be 1216 J.D. Miller Road, Santa Rosa Beach, FL 32417. The mailing address of this corporation shall P.O. Box 1569, Santa Rosa Beach, FL 32459 .

**Article II - Duration**

This corporation shall exist perpetually.

**Article III - Purposes**

The general nature and purposes of business to be transacted, promoted and carried on by this corporation are as follows:

- a. To engage in every aspect of the practice of law and all its fields of specializations, as are engaged in by lawyers in the State of Florida.
- b. To engage and render the professional services involved only through its officers, agents and employees who shall be lawyers in good standing and duly licensed or otherwise legally

PREPARED BY:  
Rob Blue, Jr., Esq.  
Fla Bar #0122450  
221 McKenzie Avenue  
Panama City, FL 32401  
File # B1076-24853

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authorized within the State of Florida to render the same professional service as this corporation.

c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.

d. To engage in no other business other than the rendition of the professional services specified herein.

e. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

#### Article IV - Capital Stock

a. This corporation is authorized to issue 7500 shares of One Dollar (\$1.00) par value common stock.

b. Shares of the corporation's stock and certificates shall be issued only to lawyers in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

#### Article V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1216 J.D. Miller Road, Santa Rosa Beach, Florida, 32549 and the name of the initial registered agent of this corporation at that address is F. Lloyd Blue, Jr.

#### Article VI - Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

F. Lloyd Blue, Jr.      P.O. Box 1569, Santa Rosa Bch, Fl 32459

Alexa Pleas              P.O. Box 1569, Santa Rosa Bch, Fl 32459

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Article VII - Incorporators

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

F. Lloyd Blue, Jr.

Article VIII - By-Laws

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a professional service corporation.

Article IX - Severance and Termination of Employment

If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends. Severance of employment and financial interests required by this provision shall not preclude a shareholder from receiving compensation based on legal fees generated for legal services performed during the time when the shareholder was legally qualified to render legal services. Also, this provision does not prohibit employment of a legally disqualified shareholder in a position that does not render legal service and does not prohibit payment to an existing profit sharing or pension plan to the extent permitted by the Rules of The Florida Bar, or as required by applicable law.

X - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

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Article XI - Amendment of Articles of Incorporation

These Articles of Incorporation may be amended in any manner and by way of any procedure provided by law.

Article XII - Incorporators

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

F. Lloyd Blue, Jr.

IN WITNESS WHEREOF, the undersigned subscriber has hereunto executed these Articles of Incorporation this 25<sup>th</sup> day of May, 2010.

F. Lloyd Blue, Jr.  
F. Lloyd Blue, Jr.

STATE OF FLORIDA  
COUNTY OF WALTON

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of May, 2010, by F. Lloyd Blue, Jr., who:

X is personally known to me  
or  
produced \_\_\_\_\_ as identification.

(SEAL)

Elizabeth Henry  
Notary Public



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First - That BLUE & PLEAS, P.A., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at 1216 J.D. Miller Road, Santa Rosa Beach, Florida, 32549 County of Walton, State of Florida, has named F. Lloyd Blue, Jr. 1216 J.D. Miller Road, Santa Rosa Beach, Florida, 32549 County of Walton, State of Florida, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
F. Lloyd Blue, Jr.  
(Registered Agent)

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