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W11 -
31520

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2011 JUN 15 PM 4:50

FILED

T. Burch JUN 16 2011

JAMES C. TURFFS
1444 First Street, Suite B
Sarasota, Florida 34236
Telephone (941) 312-1664
Facsimile (941) 953-5736

James C. Turffs

Civil Trial Lawyer

June 2, 2011

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

Re: Incorporation of James C. Turffs, P.A.

To Whom it May Concern,

Enclosed, please find one original, and one copy, of the Articles of Incorporation for James C. Turffs, P.A., and a \$75.00 check for the filing fee.

If anything else is need to promptly complete this incorporation, please contact me via the above listed information. Thank you for your time and consideration in this matter.

Sincerely,


James C. Turffs



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 9, 2011

JAMES C. TURFFS
1444 FIRST STREET STE B
SARASOTA, FL 34236

SUBJECT: JAMES C TURFFS, P.A.
Ref. Number: W11000031520

We have received your document for JAMES C TURFFS, P.A. and your check(s) totaling \$75.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

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) 245-6928.

Tim Burch
Regulatory Specialist II
New Filing Section

Letter Number: 411A00014156

RECEIVED
11 JUN 15 PM 12:06
DIVISION OF CORPORATIONS

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2011 JUN 15 PM 4:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation
of
James C. Turffs, P.A.

The undersigned incorporators, who are duly licensed to practice law in the State of Florida, for the purpose of forming a professional corporation under the laws of the State of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this professional service corporation shall be **JAMES C. TURFFS, P.A.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business for this professional service corporation shall be: 1444 First Street, Suite B, Sarasota, Florida 34236.

ARTICLE III - CORPORATE PURPOSES

The corporate purposes are:

To engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida, including, but not limited to the practice of law and its purposes in furtherance of the practice of such profession are as follows:

(a) To engage in every phase and aspect of the business of rendering the same professional services to the public that an attorney, licensed under the laws of the State of Florida, is allowed to render, but such professional services shall be rendered only through individuals authorized by the laws of the State of Florida to render such professional services as individuals.

(b) To invest the funds of the corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the rendering

of professional services.

(c) To have, in furtherance of the corporate purposes, all of the powers conferred upon the corporations organized in the State of Florida, subject to any limitations thereof contained in these Articles of Incorporation, in Section 621 of the Florida Statutes, or any laws of the State of Florida.

ARTICLE III - CORPORATE POWERS

The Corporation shall have power:

- (a) To have perpetual succession by its corporation name.
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.
- (c) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situate.
- (d) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- (e) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.
- (f) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations, of the United States or of any other municipality or of any instrumentality thereof.
- (g) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises,

and income.

(h) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(i) To conduct its business, carry on its operations and have offices and exercise the powers granted by this act within or without this state.

(j) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

(k) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of this state, for the administration and regulation of the affairs of the corporation.

(l) To make donations for the public welfare or for charitable, scientific or educational purposes.

(m) To transact any lawful business which the board of directors shall find will be in aid of governmental policy.

(n) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

(o) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise.

(p) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this corporation shall consist of only one class. The maximum number of shares of Stock that this Corporation is authorized to have outstanding at any one time is: 500 shares of Common Stock having a par value of \$1.00 per share.

None of the shares of the professional service corporation may be issued to anyone

other than an individual duly licensed to practice law in the State of Florida.

ARTICLE V - TERM OF EXISTENCE

This professional service corporation shall have a perpetual existence beginning from the date of filing of these Articles of Incorporation.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The address of the initial registered office of this professional service corporation is 1444 First Street, Suite B, Sarasota, Florida 34236. The name of the initial registered agent is JAMES C. TURFFS. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VII - BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of one member. The name and address of the member of the first board of directors is:

<u>NAME</u>	<u>ADDRESS</u>
JAMES C. TURFFS	1444 First Street, Suite B Sarasota, Florida 34236

ARTICLE VIII - SUBSCRIBER

The name and address of each person signing these Articles of Incorporation as a subscriber is as follows:

<u>NAME</u>	<u>ADDRESS</u>
JAMES C. TURFFS	1444 First Street, Suite B Sarasota, Florida 34236

ARTICLE IX - RESTRAINT ON ALIENATION OF SHARES

The shareholders of the professional service corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the professional service corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details of the disposition shall be determined by the shareholders of the professional service corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing ownership of such stock. No shareholder of the professional service corporation may sell or transfer stock in the corporation to except to another individual who is eligible to be a shareholder of the professional service corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting called specifically for that purpose. If any shareholder becomes legally disqualified to practice law in the State of Florida, is elected to public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that shareholder's shares of stock shall immediately become subject to purchase by the professional service corporation in accordance with the bylaws adopted by the shareholders.

ARTICLE X - AMENDMENT

The professional service corporation reserves the right to amend or repeal these Articles of Incorporation in the manner provided by law. Any right conferred to the shareholders is subject to this reservation.

The undersigned incorporators have executed these Articles of Incorporation this 13th day of June, 2011.


James C. Turffs

I hereby certify that I am familiar with and accept the duties and responsibilities as registered agent.


James C. Turffs

State of Florida
County of Sarasota

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in this State and County last aforesaid to take acknowledgments, personally appeared James C. Turffs, to me known to be the persons described as Incorporators in and who executed the foregoing Articles of Incorporation and they acknowledged before me that they subscribed to these Articles of Incorporation for the uses and purposes expressed therein.

WITNESS my hand and official seal in the County and State named above, this 13th day of June, 2011.


Notary Public
My Commission Expires:
(Seal)



FILED
JUN 15 PM 4:50
NOTARY PUBLIC
CHRISTINA MCCURDY