

Division of Corporations

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Florida Department of State
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FLORIDA PROFIT/NON PROFIT CORPORATION

Carly M. Wohl, P.A.

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**ARTICLES OF INCORPORATION
OF
CARLY M. WOHL, P.A.,
a professional association**

The undersigned natural person, competent and licensed to practice law in the State of Florida, acting hereby as sole 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 Corporations and Limited Liability Companies Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME OF CORPORATION

The name of this corporation shall be **CARLY M. WOHL, P.A.**

ARTICLE II. PURPOSES

The purpose for which the Corporation is organized is to engage in and carry on all branches of the practice of law within the State of Florida, and to do those things that are necessary and proper in connection with that practice, including, but not limited to, the following:

- (a) To purchase, lease, otherwise acquire, to own, hold, maintain, improve, or mortgage, sell, pledge, convey, lease, sublease, or otherwise deal in and dispose of personal and real property of every kind, character, and description whatsoever in furtherance of the professional business of the Corporation and in connection with any other property business activity in which the Corporation may engage.
- (b) To enter into and make all necessary contracts for the conduct of its professional business with any person, partnership, association, corporation, or other entity, and to perform, carry out, cancel, and rescind those contracts.
- (c) To borrow or raise money reasonably required in the conduct of its professional business and in connection with any other property business activity in which the Corporation may be engaged, and to execute and deliver any instruments that may be necessary to evidence the borrowing.

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- (d) To carry on any other business in connection with and incidental to any of the foregoing businesses, transactions, and dealings; and to do any other act legal under the laws of the State of Florida with all powers conferred on corporations by the laws of the State of Florida.
- (e) To invest the funds of the Corporation in real properties, mortgages, bonds, or any other types of investments, and while the owner or holder of any such real properties, mortgages, stocks, bonds, or other types of investments, to receive, collect, reinvest, and dispose of the interest, dividends, and income arising from such property, and to possess and exercise in respect thereof all the rights, powers, and privileges of ownership, including all voting powers of any stocks so owned.
- (f) To establish and carry out pension, profit-sharing, share-bonus, share-purchase, incentive, and benefit plans, trusts and provisions for the directors, officers, and employees of the Corporation.
- (g) To restrict the manner in which, and the persons to whom, its capital stock shall be issued or transferred, and to enact bylaws to put these restrictions into effect.
- (h) To do everything necessary, proper, advisable, or convenient to accomplish the purposes, attain the objectives, or further the powers that are set forth in these Articles of Incorporation and that are incidental to, pertaining to, or growing out of its professional business or that arise otherwise, and at all times comply with the provisions of the Florida Professional Service Corporations and Limited Liability Companies Act, as presently enacted and as may be amended or superseded by any other statute.

ARTICLE III. CAPITAL STOCK

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. Shares of the Corporation's stock and certificates shall be issued only to officers, employees and agents of the Corporation duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this Corporation.

ARTICLE IV. DURATION

The term of this Corporation is perpetual and shall commence as of date of filing.

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ARTICLE V. REGISTERED AGENT

The address of this Corporation's initial registered office is 425 S. Commerce Avenue, Sebring, Florida 33870 and the name of its initial registered agent at such address is THOMAS J. WOHL.

ARTICLE VI. INCORPORATOR

The name and address of the sole incorporator is as follows:

NAME:

ADDRESS:

CARLY M. WOHL

2607 Lost Ball Drive
Sebring, Florida 33872

ARTICLE VII. DIRECTORS

This corporation shall have one (1) director, initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. DIRECTORS' POWERS

The board of directors shall have the power to fix or change salaries of the directors and officers, to restrict the transfer of stock by stockholders, to indemnify directors and officers against liability for their good faith acts and omissions, to permit contracts or other transactions between the corporation and one or more of its directors individually or businesses in which one or more of its directors are interested, and to exercise such other powers of the corporation as are not inconsistent with these articles or with any by-laws that may be adopted by the stockholders.

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ARTICLE IX. ORIGINAL DIRECTORS

The name and address of the members of the first board of directors are:

NAME

ADDRESS

CARLY M. WOHL

2607 Lost Ball Drive
Sebring, Florida 33872

ARTICLE X. INDEMNIFICATION

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

ARTICLE XI. ADDRESS


The mailing address for the Corporation is P.O. Box 1641, Sebring, Florida 33871.

The street address for the principal office of the corporation is 3200 US Hwy 27 South, Sebring, Florida 33870.

ARTICLE XII. ELECTION

The Corporation elects to be governed by the provisions of the Florida Professional Service Corporations and Limited Liability Companies Act.

IN WITNESS WHEREOF, the undersigned Incorporator, has hereunto set my hand and seal this 24 day of May, 2011, for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make and file in the office of the Secretary of State of the State of Florida, these Articles of Incorporation, and certify that the facts stated are true.



CARLY M. WOHL
Incorporator

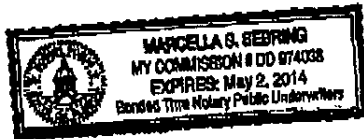
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**STATE OF FLORIDA
COUNTY OF HIGHLANDS**

The foregoing instrument was acknowledged before me this 24th day of May, 2011, by CARLY M. WOHL, who is personally known to me and who did not take an oath.

WITNESS my hand and official seal in the state and county named above this 24th day of May, 2011.



Marcela Sebring
Notary Public, State of Florida
Printed Name: _____
Commission No. _____
My commission expires: _____
(affix notarial seal)

ACCEPTANCE

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

Thomas J. Wohl
THOMAS J. WOHL
Registered Agent

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