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## FLORIDA PROFIT/NON PROFIT CORPORATION THE LAW OFFICES OF MARK H. RUFF, P.A.

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July 26, 2011

# FLORIDA DEPARTMENT OF STATE Division of Corporations

YOUR CAPITAL CONNECTION, INC.

SUBJECT: THE LAW OFFICES OF MARK H. RUFF, P.A.

REF: W11000039168

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.

Articles must be in numeric order. After article III you have article VI instead of Article IV.

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FAX Aud. #: H11000188837 Letter Number: 211A00017615

#### ARTICLES OF INCORPORATION FOR THE LAW OFFICES OF MARK H. RUFF, P.A.

The undersigned subscriber to these articles of incorporation, being duly licensed to practice law under the laws of the State of Florida, adopts these articles to form a corporation under the Professional Service Corporation Act, Florida Statute §621, and other laws of the State of Florida.

#### ARTICLE I. NAME

The name of this professional service corporation is The Law Offices of Mark H. Ruff, P.A.

### ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 2300 Maitland Center Parkway, Suite 100, Maitland, Florida, 32751.

### ARTICLE III. PURPOSE

This professional service corporation is formed to engage in every phase and aspect of the practice of law. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds or any other type of investment, and own real and personal property necessary for the rendering of professional services.

#### ARTICLE IV. TERM OF EXISTANCE

This professional service corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

#### ARTICLE V. CAPITAL STOCK

The capital stock of this professional service corporation shall be 1000 shares of common stock having a par value of \$1.00 per share. None of the shares of this professional service corporation may be issued to anyone other than an individual duly licensed to practice law in the State of Florida

## ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this professional service corporation is 2300 Maitland Center Parkway, Suite 100, Maitland, Florida, 32751. The name of the initial registered agent at that address is Mark H. Ruff.

18" Tet 20"

## ARTICLE VII. BOARD OF DIRECTORS

The business of this corporation shall be managed by its board of directors. The initial board of directors shall consist of its members. The names and addresses of the members of the first board of directors are:

Name

Address

Mark H. Ruff

652 Longmeadow Circle Longwood, Florida 32779

## ARTICLE VIII. SUBSCRIBER

The name and address of the person signing these articles of incorporation as subscriber is:

Name

ĺ

**Address** 

Mark H. Ruff

652 Longmeadow Circle Longwood, Florida 32779

## ARTICLE IX, RESTRAINT ON ALIENATION OF SHARES

The shareholders of this professional service corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of this professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of this 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 this 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 are plainly noted on the certificate evidencing the ownership of such stock. No shareholder of this professional service corporation may sell or transfer stock in the corporation 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 specially called for that purpose. If any shareholder becomes legally disqualified to practice law in the State of Florida, is elected to a public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that shareholder's shares shall immediately become subject to purchase by this professional service corporation in accordance with the bylaws or separate agreement adopted by the shareholders.

## ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these articles of incorporation in any manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation on this <u>JS Friday</u> of July, 2011.

Mark H. Ruff

STATE OF FLORIDA COUNTY OF RANGE

The foregoing articles of incorporation were acknowledged before me on this 23 Th day of July, 2011.

MY COMMISSION # DD NOTES

Notary Public My commission expires.

(Seal)

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for The Law Offices of Mark H. Ruff, P.A., at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Florida Statute, §607.0501(3).

Date

1

Mark H. Ruff