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Division of Corporations

DEAN MEAD ORLANDO

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Page 1 of 1

Florida Department of State
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EFFECTIVE DATE 8-8-11



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FLORIDA PROFIT/NON PROFIT CORPORATION
Bentley and Bruning, P.A.

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DEAN MEAD ORLANDO
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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**ARTICLES OF INCORPORATION
OF
BENTLEY AND BRUNING, P.A.**

EFFECTIVE DATE 8-8-11

The undersigned incorporators, each a natural person competent to contract and an Attorney at Law, duly licensed to render services as such under the laws of the State of Florida, hereby form a corporation for profit under the Professional Service Corporation Act and other laws of the State of Florida.

ARTICLE I - NAME AND PRINCIPAL OFFICE OF CORPORATION

The name of this corporation is Bentley and Bruning, P.A. The initial principal office and mailing address for this corporation is 4840 Hanging Moss Lane, Sarasota, Florida 34238.

ARTICLE II - GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

A. To engage in every phase and aspect of the business of providing the same professional services to the public that an Attorney at Law duly licensed under the laws of the State of Florida is authorized to render, which services will be rendered only through officers, employees and agents of the corporation who are duly licensed under the laws of the State of Florida to practice law.

B. It is intended that this corporation have the power to conduct and transact any business lawfully authorized and not prohibited by Chapter 607 and Chapter 621, Florida Statutes, as the same may be from time to time amended.

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ARTICLE III - CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of Ten Dollars (\$10.00) per share.

ARTICLE IV - REGISTERED AGENT AND REGISTERED OFFICE

The initial street address of the registered office of this corporation is 4840 Hanging Moss Lane, Sarasota, Florida 34238. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this corporation at that address is Morgan R. Bentley. The Board of Directors may from time to time designate a new registered agent.

ARTICLE V - TERM OF EXISTENCE

This corporation will commence its existence on August 8, 2011, and it will exist perpetually thereafter unless dissolved according to law.

ARTICLE VI - BOARD OF DIRECTORS

- A. The initial number of Directors of this corporation is two (2).
- B. The number of Directors may be increased or decreased from time to time by Bylaws adopted by the shareholders or Directors.
- C. The following are the names and street addresses of the initial members of the Board of Directors, to hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified:

<u>Name</u>	<u>Street Address</u>
Morgan R. Bentley	4840 Hanging Moss Lane Sarasota, Florida 34238
Kevin R. Bruning	4840 Hanging Moss Lane Sarasota, Florida 34238

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D. Any Director may be removed from office for any cause deemed sufficient by the shareholders of the corporation. Such removal will be by a majority of the stock entitled to vote thereon at any annual or special meeting of the shareholders.

E. Each Director will be an Attorney at Law duly licensed to render services as such under the laws of the State of Florida.

ARTICLE VII - INCORPORATORS

The following are the names and street addresses of the persons signing these Articles of Incorporation, each of whom is an Attorney at Law duly licensed to render services as such under the laws of the State of Florida:

<u>Name</u>	<u>Street Address</u>
Morgan R. Bentley	4840 Hanging Moss Lane Sarasota, Florida 34238
Kevin R. Bruning	4840 Hanging Moss Lane Sarasota, Florida 34238

ARTICLE VIII - SHAREHOLDERS

Shares of this corporation's capital stock will be issued only to individuals who are duly licensed to render services as an Attorney at Law under the laws of the State of Florida. No shareholder of this corporation may sell or transfer his shares of stock therein except to another individual who is eligible to be a shareholder hereunder. No shareholder of this corporation will enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

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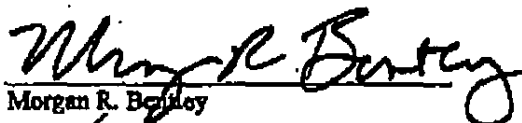
ARTICLE IX - BYLAWS

The power to adopt, amend or repeal Bylaws for the management of this corporation will be vested in the Board of Directors and the shareholders.

ARTICLE X - INDEMNIFICATION

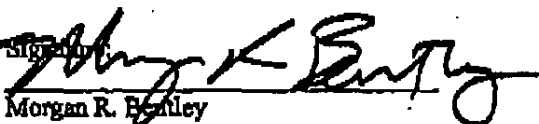
The corporation will indemnify any officer or Director to the full extent permitted by law.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 27th day of July, 2011.


Morgan R. Bentley


Kevin R. Bruning

Having been named registered agent for the above corporation, at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations set forth in Section 607.0505 of the Florida Statutes.


Morgan R. Bentley

Date: July 27, 2011