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#### **OLSEN LAW GROUP**

ATTORNEYS AND COUNSELORS AT LAW 2518 Edgewater Drive Orlando, Florida 32804-4406 OlsenLawGroup.com

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Please Reply To: Attorney Tom Oisen tom@OlsenLawGroup.com

June 11, 2012

Telephone 407-423-5561 Fax 407-423-5563

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Loring Intuitive Solutions, P.A.

#### Gentlemen:

Enclosed please find Articles of Incorporation for the above corporation and our Trust account check in the amount of \$70.00 for the filing fee.

Please file the articles and return the enclosed photocopy with the date of filing stamped thereon.

Thomas R. Olsen

TRO/ms

Enclosures: As stated

## ARTICLES OF INCORPORATION FOR PROFESSIONAL SERVICE CORPORATION

OF

#### LORING INTUITIVE SOLUTIONS, P.A.

The undersigned natural person, competent and licensed to practice Veterinary Medicine in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Florida Statute 607 "Florida Business Corporation Act", and Florida Statute 621 "Florida Professional Service Corporation Act", does hereby adopt the following Articles of Incorporation:

## ARTICLE 1 NAME OF CORPORATION

The name of this corporation is LORING INTUITIVE SOLUTIONS, P.A.

## ARTICLE 2 PURPOSE OF CORPORATION

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

- a. To engage in every aspect in the practice of Veterinary Medicine, and all its fields of specializations, as are engaged in by Veterinarians.
- b. To engage and render the professional services involved only through its officers, agents and employees who shall be in good standing and duly licensed or otherwise legally 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 3 CAPITAL STOCK

- a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 1,000 shares of common stock at no par value.
- b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.
- c. Shares of the corporation's stock and certificates shall be issued only to

  Veterinarians 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 4 DURATION OF CORPORATION

The corporation shall have perpetual existence.

## ARTICLE 5 INITIAL REGISTERED OFFICE AND AGENT

The address of this corporation's initial principal office is 8399 SE 68th Court in Trenton, FL 32693 and the name of the initial registered agent of this corporation is WHITNEY L. HARTZ, whose address is 8399 SE 68th Court in Trenton, FL 32693.

#### ARTICLE 6 INCORPORATORS

The names and addresses of the persons signing these articles are:

NAME:

ADDRESS:

WHITNEY L. HARTZ

8399 SE 68th Court in Trenton, FL 32693

## ARTICLE 7 INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of one director. The number of Directors may be increased or decreased from time to time by resolution of the majority of the Stockholders but shall never be less than one. The name and address of the initial directors of this corporation are:

NAME:

ADDRESS:

WHITNEY L. HARTZ

8399 SE 68th Court in Trenton, FL 32693

## ARTICLE 8 INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

## ARTICLE 9 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.

#### ARTICLE 10 INFORMAL DIRECTOR ACTION

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

#### ARTICLE 11 LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director,

stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

#### ARTICLE 12 SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

## ARTICLE 13 AMENDMENT

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.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on 1014, 2012.

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That LORING INTUITIVE SOLUTIONS, P.A., desiring to incorporate under the laws of the State of Florida, with its principal office located at 8399 SE 68th Court in Trenton, FL 32693, County of Gilchrist, State of Florida, has named WHITNEY L. HARTZ, whose address is 8399

SE 68th Court in Trenton, FL 32693, as its agent to accept service of process within this State.

#### **ACKNOWLEDGEMENT:**

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 said office open.

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