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## CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Burnetti Law Firr	n, P.A.	
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Articles of Incorporation Burnetti Law Firm, P.A.

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SECRETARY OF STATE TALLAHASSEE, FLORE

#### **ARTICLES OF INCORPORATION**

OF

### Burnetti Law Firm, P.A.

The undersigned, acting as the incorporators, desiring to form a corporation for profit pursuant to the Florida Professional Service Corporation and Limited Liability Company Act, adopts the following Articles of Incorporation:

#### **ARTICLE 1 - NAME OF CORPORATION**

The name of the corporation shall be:

Burnetti Law Firm, P.A.

#### **ARTICLE II - PRINCIPAL OFFICE**

The principal office and mailing address for the corporation is:

211 South Florida Avenue Lakeland, Florida 33801

#### **ARTICLE III - TERM OF EXISTENCE**

The corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually.

#### **ARTICLE IV - PURPOSES**

This corporation is organized pursuant to Chapter 621 of the Florida Statutes, as a "professional corporation" for the rendition of legal services. The nature of the business of the corporation shall be to render professional legal services to the public, and, in connection therewith, to perform all acts and provide all services which are normally and customarily performed and provided by lawyers admitted to practice law in the state of Florida. It is also intended that the corporation may own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, may invest in, trade in, deal in and with, products, goods, wares, and merchandise, real and personal property, and services of every kind, class, and description, and, in general, may conduct and transact any and all business activities to the extent not prohibited to a

professional legal services corporation by the Florida Professional Service Corporation Act and other laws, rules, and regulations applicable to the corporation and its professional business.

#### **ARTICLE V - CAPITAL STOCK**

The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding is one thousand (1,000) shares, which shall be designated Common Shares with a par value of one dollar (\$1.00) per share. No one other than an individual who is duly licensed or legally authorized to render professional legal services in the state of Florida may be a Shareholder of this Corporation. No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

Any shareholder who becomes legally disqualified to render professional legal services within the state of Florida, shall sever all employment with and financial interest in the Corporation. No Shareholder of this Corporation may sell or transfer his stock in the Corporation except to another individual who is eligible to be a Shareholder of the corporation, or the Corporation.

## ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation in the state of Florida is 211 South Florida Avenue, Lakeland, Florida 33801. The name of the initial registered agent of the corporation at such address is DOUGLAS K. BURNETTI.

#### **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

The corporation shall have one (1) director initially. The number of directors may either increase or decrease from time to time provided by the Bylaws of the corporation, but shall never be less than one (1). The name and address of the initial directors are:

<u>Name</u>

**Address** 

**DOUGLAS K. BURNETTI** 

211 South Florida Avenue Lakeland, Florida 33801

#### **ARTICLE VIII - INCORPORATOR**

The name and street address of the incorporator and subscriber of the corporation is:

Name

**Address** 

**DOUGLAS K. BURNETTI** 

211 South Florida Avenue Lakeland, Florida 33801

#### **ARTICLE IX - BY-LAWS**

The power to adopt, amend, or repeal By-Laws for the management of the corporation shall be vested solely in the shareholders of the corporation.

#### **ARTICLE X - AMENDMENT TO ARTICLES**

These Articles of Incorporation may be amended in any manner permitted by law.

#### <u>ARTICLE XI – RESTRAINT ON ALIENATION OF SHARES</u>

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 the ownership of such stock. No shareholder of the 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 especially called for that purpose. If any shareholder becomes legally disqualified to practice dentistry 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 of stock shall immediately become subject to

Articles of Incorporation Burnetti Law Firm, P.A.
purchase by the professional service corporation in accordance with the bylaws adopted by the shareholders.
ARTICLE XII - INDEMNIFICATION
The corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by the Florida Business Corporation Act, from time to time.
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this
("Incorporator")
STATE OF FLORIDA ) COUNTY OF POLK )
The foregoing instrument was acknowledged before me, an officer duly authorized in the State and County aforesaid, to take acknowledgments, this day of September, 2012, by DOUGLAS K. BURNETTI, who
[ Us personally known to me; or [ ] who has producedas identification.



(Print Name)

My Commission Expires:

(Seal)

Articles of Incorporation
Burnetti Law Firm, P.A.

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ACCEPTANCE BY REGISTERED AGENT
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, DOUGLAS K. BURNETTI, as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that he is familiar with, and accepts, the obligations imposed pursuant to the Florida Business Corporation Act.

> DOUGLAS K. BURNETTI ("Registered Agent")