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LAW OFFICES  
**SCRUGGS & CARMICHAEL, P.A.**

STAN CUSHMAN†  
FRANK P. SAIER  
PHILIP A. DELANEY  
CHARLES W. LITTELL  
JOHN G. STINSON  
RAYMOND M. IVEY  
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JEFFERSON M. BRASWELL  
KEVIN D. JURECKO‡  
KIRSTIN J. STINSON  
ELIZABETH A. MARTIN  
VIRGINIA E. GRIFFIS  
JESSE CAEDINGTON

\*FLORIDA BAR BOARD CERTIFIED-REAL ESTATE  
‡CERTIFIED CIVIL MEDIATOR

OF COUNSEL

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SUITE B  
GAINESVILLE, FLORIDA 32606  
TELEPHONE (352) 376-5242  
FAX (352) 378-9326

☐ REPLY  
DOWNTOWN

☒ REPLY  
WEST OFFICE

SIGSBEE L. SCRUGGS  
1898-1983  
PARKS M. CARMICHAEL  
1909-1994  
WILLIAM D. PRIDGEON  
1933-1980  
MICHELLE VAUGHNS  
1946-1982  
WILLIAM N. LONG  
1920-2003

RETIRED

RAY D. HELPLING  
WILLIAM C. ANDREWS  
JOHN F. ROSCOW III  
MITZI COCKRELL AUSTIN

December 2, 2013

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

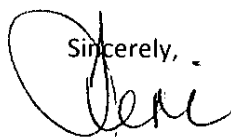
RE: Law Office of Frank P. Saier, P.A.

To whom it may concern:

With regard to the above referenced matter please find enclosed the Articles of Incorporation for Law Office of Frank P. Saier, P.A. along with our check in the amount of \$78.75 for filing fees for the Articles of Incorporation, registration of Registered Agent as well as obtaining a Certified Copy of the filed Articles of Incorporation. I have enclosed a self-addressed stamped envelope for your convenience in returning the Certified Copy of the Articles of Incorporation.

Thank you in advance for your kind cooperation in this matter.

Sincerely,



Teri Blackman  
(352) 416-3499

/tb  
Encls.

**ARTICLES OF INCORPORATION  
OF  
LAW OFFICE OF FRANK P. SAIER, P.A.**

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TALLAHASSEE, FLORIDA

The undersigned, subscriber to these Articles of Incorporation, being a natural person competent to contract and an attorney licensed to render professional legal services as such, hereby associate myself in the formation of a professional corporation under the laws of the State of Florida, pursuant to the provisions of Chapter 621, Florida Statutes.

ARTICLE I  
CORPORATE NAME

The name of the corporation shall be LAW OFFICE OF FRANK P. SAIER, P.A. The company shall have perpetual existence.

ARTICLE II  
GENERAL PURPOSE

The general purpose for which this corporation is organized shall be:

To engage in every phase and aspect of the business of rendering professional legal services to the public as allowed under the Laws of the State of Florida, but such professional services shall be rendered only through the corporation's officers, employees and agents who are licensed or otherwise legally authorized under the laws of the State of Florida to conduct a legal practice.

ARTICLE III  
CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to issue and have outstanding at any time is Seven Thousand (7000) shares of common stock at a par value of One Dollar (\$1.00) per share.

ARTICLE IV  
SHAREHOLDER RESTRICTIONS

No one other than the individuals who are duly licensed or otherwise legally authorized to engage in a practice of furnishing legal services in the State of Florida may own stock of this corporation. No

shareholder of this corporation shall enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his/her stock. Any stockholder who becomes legally disqualified to practice law shall sever all employment with and financial interest in the corporation. No shareholder of the corporation may sell or transfer his/her stock in this corporation, except to another individual duly licensed or otherwise legally authorized to practice law in the State of Florida.

## ARTICLE V

### TRANSFER OF SHARES

If, from time to time, a shareholders' agreement among all of the shareholders of the Corporation is in effect regarding the Subchapter S status of the Corporation pursuant to the Internal Revenue Code of the United States in effect from time to time, then transfers of the Corporation's Common Stock made not in accordance with such agreement, whether by operation of law or otherwise, are null and void ab initio.

## ARTICLE VI

### PRINCIPAL OFFICE

The address of the principal office and mailing address of the Corporation in the State of Florida is 1701 NW 80<sup>th</sup> Blvd, Suite 102, Gainesville, Florida 32606.

## ARTICLE VII

### REGISTERED AGENT

The name of the initial registered agent of this corporation is Frank P. Saier, and the address of the registered agent is 6410 NW 56<sup>th</sup> Lane, Gainesville, Florida 32653.

## ARTICLE VIII

### INITIAL BOARD OF DIRECTORS

- A. The initial number of Directors of this corporation shall be one (1).
- B. The number of Directors may be increased or diminished from time to time by bylaws

adopted by the shareholders, but shall never be less than one (1) nor more than three (3).

- C. The name and address of the initial members of the Board of Directors, who shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and qualified, are:

<u>Name</u>	<u>Address</u>
Frank P. Saier	1701 NW 80 <sup>th</sup> Blvd., Suite 102 Gainesville, Florida 32606

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ARTICLE IX  
INCORPORATOR

The name and address of the Incorporator of the corporation is Frank P. Saier, 1701 NW 80<sup>th</sup> Blvd., Suite 102, Gainesville, Florida 32606.

ARTICLE X  
AMENDMENT TO ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto by a vote of seventy-five percent (75%) of the stockholders of the corporation.

ARTICLE XI  
INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned incorporator had made and subscribed these Articles of Incorporation at Gainesville, Florida, this 25 of November, 2013.

By: Frank P. Saier  
Frank P. Saier

STATE OF FLORIDA  
COUNTY OF ALACHUA

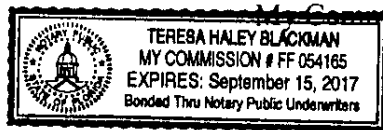
BEFORE ME, the undersigned authority personally appeared Frank P. Saier, to me personally known or who provided \_\_\_\_\_ as identification and known to be the person described in and who executed the foregoing Articles of Incorporation as Incorporator of said Corporation, and who acknowledged to and before me that he signed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and seal at Gainesville, Alachua County, Florida, this 25<sup>th</sup> day of November, 2013.

*Teresa Haley Blackman*

Notary Public, State of Florida

~~My~~ Commission expires:



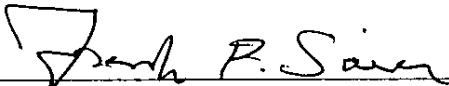
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ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent for the above named Corporation, at the place designated in this certificate, 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.

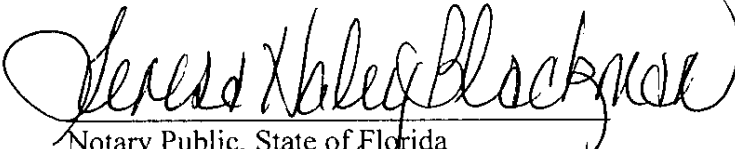
Dated this 25 day of November, 2013.

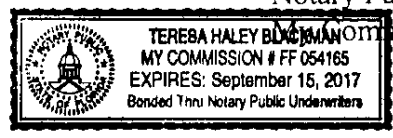
  
By: Frank P. Saier

STATE OF FLORIDA  
COUNTY OF ALACHUA

BEFORE ME, the undersigned authority personally appeared Frank P. Saier, to me personally known or who provided \_\_\_\_\_ as identification and known to be the person described in and who executed the foregoing Articles of Incorporation, and who acknowledged to and before me that he signed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and seal at Gainesville, Alachua County, Florida, this 25<sup>th</sup> day of November, 2013.

  
Notary Public, State of Florida



Commission expires: