

From:

Division of Corporations

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#056 P.002/005

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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**Beth Shaw Adelman P.A.**

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**ARTICLES OF INCORPORATION  
OF  
BETH SHAW ADELMAN P.A.**

In compliance with the requirements of F.S. Chapter 621, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

**ARTICLE I - Name**

The name of the Corporation shall be BETH SHAW ADELMAN P.A.

**ARTICLE II - Purpose**

The Corporation shall have the power to render real estate services to the general public, and to do all things in connection therewith that are customarily done under the laws of the State of Florida, and to engage in any other lawful activity for which corporations may be organized under the Florida Professional Service Corporation and Limited Liability Company Act.

**ARTICLE III - Shares**

The maximum aggregate number of shares that the Corporation shall have authority to issue and to have outstanding at any one time is 10,000 shares of Common Stock, par value \$0.01 per share.

**ARTICLE IV - Shareholder Limitations**

No one shall be a Shareholder of this Corporation other than an individual who is duly licensed or legally authorized to render real estate services in the State of Florida. No Shareholder 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/her stock. Any Shareholder who becomes legally disqualified to provide real estate services 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 who is duly licensed or legally authorized to render real estate services in the State of Florida.

**ARTICLE V - Directors**

The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The number of Directors may be increased or decreased from time to time as provided in the Bylaws, but

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may never be less than one. The name and address of the person to serve as Director of the Corporation until a successor has been elected and qualified is as follows:

Beth Shaw Adelman  
5094 Mahogany Ridge Drive  
Naples, Florida 34109

#### **ARTICLE VI - Amendment of Bylaws**

The bylaws of the Corporation may be amended by majority vote of either the directors or the shareholders.

#### **ARTICLE VII - Registered Agent**

The registered agent of the Corporation is W. Jeffrey Cecil, Esq. The street address of the Corporation's registered office is 9132 Strada Place, 3<sup>rd</sup> Floor, Naples, Florida 34108.

#### **ARTICLE VIII - Principal Office**

The principal place of business and mailing address of this Corporation shall be 5094 Mahogany Ridge Drive, Naples, Florida 34109.

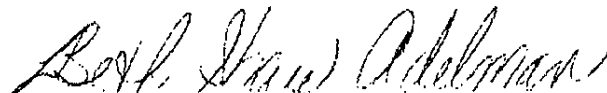
#### **ARTICLE IX - Incorporator**

The name and address of the incorporator to these Articles of Incorporation is Beth Shaw Adelman, 5094 Mahogany Ridge Drive, Naples, Florida 34109.

#### **ARTICLE X - Amendment**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 25<sup>th</sup> day of August, 2015.



Beth Shaw Adelman  
5094 Mahogany Ridge Drive  
Naples, Florida 34109

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**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Chapter 607.0501 of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is BETH SHAW ADELMAN P.A..
2. The name and address of the registered agent and office are:

W. Jeffrey Cecil, Esq.  
Porter, Wright, Morris & Arthur LLP  
9132 Strada Place, 3<sup>rd</sup> Floor  
Naples, Florida 34108-2709

HAVING BEEN NAMED in the State of Florida as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Dated: August 25, 2015

  
\_\_\_\_\_  
W. Jeffrey Cecil, Esq.

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