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# LAW OFFICES

# RONALD D. FAIRCHILD, P.A. SUITE 230 1000 RIVERSIDE AVENUE JACKSONVILLE, FLORIDA 32204

RONALD D. FAIRCHILD

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TELEPHONE 904/355-6700 FACSIMILE 904/358-7360 SHARON B. MILNE smilne@rfairlaw.com

April 27, 2016

Corporations Bureau Secretary of State Post Office Box 6327 Tallahassee, Florida 32314

# Re: Berg Bryant Elder Law Group, P.A.

Dear Madam or Sir:

Please find enclosed for filing the original and one (1) copy of the above-named corporation's articles of incorporation, together with our firm check in the amount of \$70.00 in payment of the filing. Please note that the effective date of the articles is May 1, 2016.

Thank you.

Sincerely yours,

Ronald D. Fairchild

RDF/sg Enclosure

# ARTICLES OF INCORPORATION

OF

#### BERG BRYANT ELDER LAW GROUP, P.A.,

#### ARTICLE I. NAME

The name of this professional corporation is:

# BERG BRYANT ELDER LAW GROUP, P.A.

#### ARTICLE II. NATURE OF BUSINESS

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

- (a) The provision of professional legal services, and the lease or purchase of such real and personal property as is ancillary to the rendering of such services;
- (b) To invest funds in real estate, mortgages, stocks, bonds, or any other type of investment;
- (c) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and to execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required;
- (d) To purchase the corporate assets of, merge, or consolidate with any other domestic corporation engaged in the same character of business;
- (e) To redeem, purchase, retain, sell and transfer its own capital stock;
- (f) To create and/or adopt employee benefit plans and trusts incidental thereto; and
- (g) To do all other acts and to enter into all other transactions legally permitted and incident to any and all of the foregoing.

#### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have issued and outstanding at any one time is Ten Thousand (10,000) shares of One Dollar (\$1.00) par value

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#### ARTICLE IV. TERM OF EXISTENCE

This corporation shall begin existence on May 1, 2016, and it shall exist perpetually thereafter.

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# ARTICLE V. ADDRESS

The initial registered address of the principal office of this corporation in the State of Florida is 4540 Southside Boulevard, Suite 302, Jacksonville, Florida 32216. The Board of Directors may from time to time move the principal office to any other address in Florida.

#### ARTICLE VI. DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time, pursuant to by-laws adopted by the directors, but shall never be less than one (1) in number. The names and addresses of the members of the first Board of Directors are:

> Rebecca L. Berg 4540 Southside Boulevard, Suite 302 Jacksonville, Florida 32216

> R. Kellen Bryant 4540 Southside Boulevard, Sulte 302 Jacksonville, Florida 32216

#### ARTICLE VII. REGISTERED AGENT

The name and street address of the initial registered agent of this corporation, upon whom service of process may be made, are as follows:

> R. Kellen Bryant 4540 Southside Boulevard, Suite 302 Jacksonville, Florida 32216

# ARTICLE VIII. INCORPORATORS

The names and addresses of the incorporators to these Articles of Incorporation are:

Rebecca L. Berg 4540 Southside Boulevard, Suite 302 Jacksonville, Florida 32216

R. Kellen Bryant 4540 Southside Boulevard, Suite 302 Jacksonville, Florida 32216

#### ARTICLE IX. AMENDMENTS

1. These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the corporation's board of directors and proposed by them to the corporation's stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders of the corporation sign a written statement manifesting their intention that a certain amendment to these articles of incorporation be made.

2. The initial by-laws of this corporation shall be adopted by the board of directors. The by-laws may be amended from time to time as provided therein.

3. Any subscriber or stockholder present at any meeting, either in person or by proxy, and any director present in person at any meeting of the board of directors shall conclusively be deemed to have received proper notice of such meeting unless he or she shall make objection at such meeting to any defect or insufficiency of notice.

4. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

# ARTICLE X. STOCKHOLDERS

No stock in this corporation shall be issued to anyone other than an individual who is duly licensed to practice law and otherwise legally authorized to render such professional services in Florida.

LA REBECCA L. BERG, Subscriber KALLEN R. BAY

Subscriber

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

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In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that BERG BRYANT ELDER LAW GROUP, P.A., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation has named R. Kellen Bryant, 4540 Southside Boulevard, Suite 302, Jacksonville, Florida 32216, as its agent to accept service of process within this state.

#### ACKNOWLEDGMENT:

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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 provisions of said Act relative to keeping open said office.

flr R. KELLEN BRYANT,

Registered Agent

SECRETARY ( TALLAHASSEE <*3*3 - 120 BL  $\sim 3$ in gai A ١Ċ 4 ယ 6.0 5

ARTICLES OF INCORPORATION

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OF

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Registered Agent