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# ARTICLES OF INCORPORATION

## OF

# KELLY A. JOHNSON, P.A.

The undersigned, desiring to form a professional corporation in accordance with Chapter 621 of the Florida Statutes, adopts the following Articles of Incorporation pursuant to Section 607.0202, and Section 621.05 of the Florida Statutes:

## Article 1. Name

The name of the corporation ("Corporation") is:

Kelly A. Johnson, P.A.

## Article 2. Initial Principal Office and Mailing Address

The street address of the initial principal office of the Corporation is 3431 Pine Ridge Road, Suite 101, Naples, FL 34109. The mailing address of the Corporation is 3431 Pine Ridge Road, Suite 101, Naples, FL 34109.

## Article 3. Purposes

The purposes for which the Corporation is organized are the following:

A. To engage in the practice of law as a professional corporation;

B. To invest funds in real estate, mortgages, stocks, bonds or any other type of investments;

C. To own real or personal property necessary for the rendering of legal

services; and

D. To do such other things as are incidental to rendering legal services to the extent permitted by the laws of the State of Florida.



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## Article 4. Authorized Shares and Shareholders

The aggregate number of shares which the Corporation is authorized to issue is Ten Thousand (10,000) shares of voting common stock. All such shares of voting common stock shall be of a single class and shall have a par value of \$1.00 per share. The issuance of shares shall be reflected on the books and records of the Corporation and share certificates shall not be issued. This Corporation may not issue any of its capital stock to anyone other than a professional corporation, a professional limited liability company, or an individual who is duly licensed or otherwise legally authorized to render legal services in the State of Florida. No shareholder of this Corporation shall enter into a voting trust agreement or any type agreement vesting another person with the authority to exercise the voting power of any or all of that person's stock. No shareholder of this Corporation may sell or transfer his or her shares in this Corporation except to another professional corporation, professional limited liability company or individual, each of which must be eligible to be a shareholder of this Corporation.

## Article 5. Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 3431 Pine Ridge Road, Suite 101, Naples, FL 34109. The name of the initial registered agent of the Corporation at the initial registered office is Kelly A. Johnson.

### Article 6. Incorporator

The name and address of the sole incorporator is:

Kelly A. Johnson

3431 Pine Ridge Road, Suite 101 Naples, FL 34109

#### Article 7. Initial Board of Directors

The initial board of directors shall consist of one (1) member. The name and address of the sole initial director of the Corporation is:

Director:

Kelly A. Johnson 3431 Pine Ridge Road, Suite 101 Naples, FL 34109

### Article 8. Initial Officers

The initial officers of the Corporation shall consist of a president, secretary and treasurer. The name and address of the initial officers of the Corporation are:

> President, Secretary and Treasurer:

Kelly A. Johnson 3431 Pine Ridge Road, Suite 101 Naples, FL 34109

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#### Article 9. Commencement of Existence

The Corporation's existence shall commence upon the filing of these Articles of Incorporation with the Florida Department of State.

## Article 10. Limitation on Rendition of Professional Services

This Corporation may not render legal professional services except through its shareholders, officers, employees and agents who are duly licensed or otherwise legally authorized to render such professional services within the State of Florida. Provided, however, the term "employee", as used herein, shall not be interpreted to include clerks, secretaries, bookkeepers, technicians, and other assistants who are not usually and ordinarily considered by custom and practice to be rendering professional services to the public for which a license to practice law or other legal authorization is required; and provided further, that nothing shall be interpreted to require that the right of an individual to be a shareholder of this Corporation is dependent upon the present or future existence of an employment relationship between him or her ad this Corporation, or his or her present or future active participation in any capacity in the production of the income of this Corporation or in the performance of the services rendered by this Corporation.

IN WITNESS WHEREOF, the undersigned has signed these Artic les of incorporation on this day of September, 2016. A. Johnson Sole Incorporate

#### ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent to accept service of process for Kelly A. Johnson, P.A. at the place designated in these Articles of Incorporation, the undersigned accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned is familiar with, and accepts, the obligations of his position as Registered Agent.

Dated this 12 day of September, 2016.

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