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4488 North Oceanshore Boulevard Palm Coast, Florida 32137 Telephone (386) 445-9322 Facsimile (386) 446-4951

Timothy J. Conner *tjconner@cblpa.com*

William J. Bosch wbosch@cblpa.com

August 24, 2017

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

Re:

Articles of Incorporation Filing for Mary Meaders Gerber LCSW, Inc.

Dear Sir/Madam:

Enclosed please find original and duplicate of Articles of Incorporation for Mary Meaders Gerber LCSW, Inc. for filing. Further enclosed is a check made payable to the "Department of State" in the amount of \$70.00 representing the filing fee (\$35.00) and Registered Agent Designation fee (\$35.00).

Please stamp the duplicate when processed and return to us in the enclosed self-addressed, stamped envelope.

Thank you for your assistance in this matter.

Timothy J. Conner

Attorney

Sincerely.

TJC:rg Enclosures

ARTICLES OF INCORPORATION

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AND ANALYSIS FRORIDA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

- 1. <u>NAME AND ADDRESS OF CORPORATION</u>: The name of this corporation is: MARY MEADERS GERBER LCSW, INC. The physical and mailing address of the corporation is 50 Leanni Way, Suite B-3, Palm Coast, Florida 32137.
 - 2. **DURATION**: The period of its duration is perpetual.
- 3. <u>PURPOSE</u>: The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
- 4. **CAPITAL STOCK**: The corporation is authorized to issue 100 shares of stock, all of one class, at One Dollar (\$1.00) par value.
- 5. **INITIAL REGISTERED OFFICE AND AGENT**: The name and address of the initial registered agent and office of this corporation is as follows:

TIMOTHY J. CONNER 4488 North Oceanshore Blvd. Palm Coast, Florida 32137

6. **INITIAL BOARD OF DIRECTORS**: This corporation shall have one (1) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than one (1) director.

The name and address of the initial directors of this corporation are:

MARY MEADERS GERBER 50 Leanni Way, Suite B-3 Palm Coast, Florida 32137 7. **INCORPORATOR**: The name and address of the Incorporator signing these Articles of Incorporation is:

TIMOTHY J. CONNER, ATTORNEY 4488 North Oceanshore Blvd. Palm Coast, Florida 32137

- 8. <u>AMENDMENT OF ARTICLES</u>: This 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.
- 9. <u>MEETINGS BY CONFERENCE TELEPHONE</u>: Members of the Board of Directors may participate in all regular and special meetings of the Board of Directors by means of Conference Telephone or similar communications equipment as provided by law.
- 10. <u>INDEMNIFICATION</u>: The corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner provided for in the by-laws of this corporation.
- 11. **REMOVAL OF DIRECTORS**: At a meeting of shareholders called expressly for that purpose, any one director, or the entire Board of Director(s), may be removed, with or without cause, by a vote of the holders of 75% of the shares then entitled to vote at an election of directors.
- 12. **INFORMAL ACTION OF DIRECTORS**: If all the directors severally, or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this <u>25</u> day of <u>August</u>, 2017.

TIMOTHY J. CONNER, INCORPORATOR

ACCEPTANCE BY REGISTERED AGENT

Having been designated as registered agent to accept service of process for the above stated corporation, at the registered office above, I hereby accept said designation, agree to act in this capacity, and agree to comply with the provisions of Section 48.091, Florida Statutes relative to keeping open said office.

TIMOTHY J. CONNER Registered Agent

STATE OF FLORIDA COUNTY OF FLAGLER

The foregoing instrument was acknowled Lugary, 2017, by TIMOTHY J. CONNER	dged before me this <u>35</u> day of R who is personally known to me or
who has produced	as identification and who
did/did not take an oath.	

NOTARY PUBLIC

My Commission Expires: 07/30/2021

