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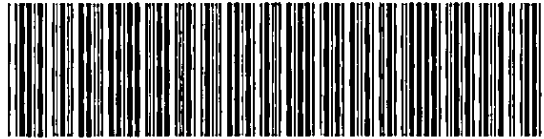
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FL

COVER LETTER

Department of State
New Filing Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: J. THOMAS OASTER, P.A.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee.
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: JAMES D. DATI, ESQ.
Name (Printed or typed)

4001 TAMiami TRAIL N., SUITE 105
Address

NAPLES, FL 34103
City, State & Zip

239-659-3845
Daytime Telephone number

TOM.OASTER@PREMIERSLR.COM
E-mail address: (to be used for future annual report notification)

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TALLAHASSEE, FL

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NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
J. THOMAS OASTER, P.A.

ARTICLE I - NAME

The name of this Corporation shall be J. THOMAS OASTER, P.A.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the initial principal office of this Corporation is 5057 Rustic Oaks Circle, Naples, FL 34105. The mailing address of the initial principal office of this Corporation is 5057 Rustic Oaks Circle, Naples, FL 34105.

ARTICLE III - PURPOSE

Pursuant to Chapter 621 of the Florida Statutes, this Corporation shall engage solely in carrying out professional real estate services, which are of a type provided by a corporation organized under Chapter 621 of the laws of the State of Florida. This Corporation's corporate nature is that of a professional service corporation, and it intends to operate in compliance with Chapter 621, Florida Statutes. The purposes for which this Corporation is organized are the following:

- a. To engage in the practice of professional real estate services as a professional corporation.
- b. To promote real estate research and knowledge, to own real and personal property, enter into contracts, and engage in any lawful business necessary for the rendering of the professional real estate services.
- c. To do everything necessary, proper, or convenient to accomplish any of the purposes set forth in these Articles of Incorporation; to do every other act incidental to the corporate purposes; and to engage in any activity or business that is not forbidden by the laws of the United States or the State of Florida, or by the provisions of these Articles of Incorporation.

The purposes of this corporation shall be carried out only through officers, employees, and agents, each of whom is licensed or otherwise legally qualified to render professional real estate services in the State of Florida.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation is 5057 Rustic Oaks Circle, Naples, FL 34105. The name of the initial registered agent at that office is J. Thomas Oaster.

ARTICLE V - INCORPORATOR

The name and the street address of the incorporator of this Corporation is:

James D. Dati
c/o Bond, Schoeneck & King, PLLC
4001 Tamiami Trail North, Suite 105
Naples, FL 34103-3556

ARTICLE VI - AUTHORIZED SHARES

The aggregate number of shares that this Corporation is authorized to issue is One Thousand (1,000) shares of voting common stock. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

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ARTICLE VII - DIRECTORS

The business of this Corporation shall be conducted by a Board of Directors of not less than one (1), nor more than three (3) members. The method of election of Directors is stated in the By-laws of this Corporation. This Corporation shall initially have one (1) director, J. Thomas Oaster.

ARTICLE VIII - PERPETUAL EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE IX - PROFESSIONAL SERVICES CORPORATION PROVISIONS

9.1 **Limitation on Rendition of Professional Services.** This Corporation may not render 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 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 and 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.

9.2 **Liability of Officers, Agents, and Employees.** Nothing shall be interpreted to abolish, repeal, modify, restrict, or limit the law now in effect in the State of Florida applicable to the professional relationship and liabilities between the person furnishing the professional services and the person receiving such professional services and to the standards for professional conduct. Provided, however, that any officer, agent, or employee of this Corporation shall be personally liable and accountable only for negligent or wrongful acts or misconduct committed by that person, or by any person under that person's direct supervision and control, while rendering professional services on behalf of this Corporation to the person for whom such professional services were being rendered; and provided further that the personal liability of the shareholders of this Corporation, in their capacity as shareholders of this Corporation, shall be no greater in any aspect than that of a shareholder-employee of a corporation organized under chapter 607 of the Florida Statutes.

9.3 **Limitation on Business Transactions and Investment of Funds.** This Corporation shall not engage in any business other than the rendering of professional services for which it was specifically organized. Provided, however, nothing shall be interpreted to prohibit this Corporation from investing its funds in real estate, mortgages, stocks, bonds, or any other type of investments, or from owning real or personal property necessary for the rendering of professional services.

9.4 **Limitation on Transfer of Ownership.** 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 the same specific professional services as those for which this Corporation was incorporated. 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 of that shareholder's stock.

9.5 **Disqualification of a Shareholder, Officer, Agent, or Employee.** If any officer, shareholder, agent, or employee of this Corporation who has been rendering professional services to the public becomes legally disqualified to render such professional services within the State of Florida, or accepts employment that, pursuant to existing law, places restrictions or limitations upon that person's continued rendering of such professional services, that person shall sever all employment with, and financial interests in, this Corporation forthwith.

9.6 Alienation of Shares. No shareholder of this Corporation may sell or transfer the shareholder's 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.

9.7 Name. The name of this Corporation shall not contain or use the word "company," "corporation," or "incorporated" or any other word, abbreviation, affix, or prefix indicating that it is a corporation, other than the word "chartered" or the words "professional association" or the abbreviation "P.A.," provided, however, it shall be permissible for this Corporation to render professional services and to exercise its authorized powers under a name that is identical to its name except that the word "chartered," the word "professional association" or the abbreviation "P.A." may be omitted, provided that this Corporation has first registered the name to be so used in the manner required for the registration of fictitious names.

9.8 Consolidation and Merger. This Corporation shall exchange shares or merge only with other domestic professional corporations or limited liability companies organized under Chapter 621, Florida Statutes, to render the same specific professional services, and a merger or consolidation with any foreign corporation or limited liability company is prohibited.

ARTICLE XI - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.


ARTICLE X - EFFECTIVE DATE

These Articles of Incorporation shall become effective upon filing with the Florida Department of State.

ARTICLE XI - AMENDMENT

All or any part of these Articles of Incorporation may be amended, altered, changed, repealed, or restated by the affirmative vote or consent of the shareholders of this Corporation, as set forth in the Bylaws of this Corporation.

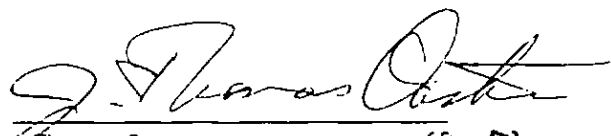
IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on December 16, 2019.

By: 
James D. Dati, Incorporator

ACCEPTANCE BY REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

The undersigned hereby accepts the appointment as Registered Agent of TOM OASTER, P.A., which is contained in the foregoing Articles of Incorporation. I am familiar with, and accept, the obligations of my position as registered agent under the laws of the State of Florida.

Dated as of December 13, 2019.


J. Thomas Oaster
Registered Agent

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