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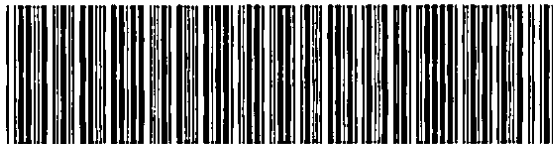
(Business Entity Name)

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Derrick Thompson
11/6/2020

Bivins & Hemenway, P.A.

Attorneys At Law

1060 Bloomingdale Avenue, Valrico, Florida 33596 • Office: 813-643-4900 • Fax: 813-643-4904

October 23, 2020

VIA FEDEX

New Filing Section
Department of State
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

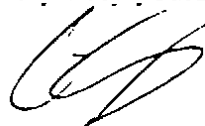
Re: Articles of Incorporation of Carol Pooley, P.A.

Dear Sir or Madame:

Enclosed are the Articles of Incorporation of Carol Pooley, P.A., which were executed and effective as of October 23, 2020, together with a check drawn from our firm trust account in the amount of \$70.00 for payment of the associated filing fee.

Please file the enclosed Articles of Incorporation and return the "filed" copy to my attention in the enclosed self-addressed, postage prepaid envelope. In the meantime, please let me know if you have any questions regarding this filing.

Very truly yours,



Eric A. Cruz

Enclosures

COVER LETTER

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

SUBJECT: Carol Poultry, 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 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$78.75 ☐ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: Eric A. Cruz
Name (Printed or typed)

1060 Bloomingdale Avenue
Address

Valrico, FL 33596
City, State & Zip

813-643-4900
Daytime Telephone number

ecruz@bhpa law.com
E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION
OF

CAROL POOLEY, P.A.

The undersigned, acting as the incorporator of Carol Pooley, P.A., under the Florida Business Corporation Act and the Professional Service Corporation and Limited Liability Company Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

Carol Pooley, P.A.

ARTICLE II. CORPORATE PURPOSE

The corporation may engage in every aspect of the practice of a real estate agent and shall not engage in any business other than the practice of a real estate agent.

ARTICLE III. CORPORATE POWER

The corporation shall have all the powers granted to all corporations organized under the Florida Business Corporation Act and the Professional Service Corporation and Limited Liability Company Act except that the corporation shall not have the power to engage in any business other than the rendition of the professional services for which it was incorporated as set forth in Article II. Notwithstanding the foregoing, the corporation may invest its funds in bonds, stocks, real estate, and other types of investments, and the corporation may own any real and personal property that is necessary for the rendition of the professional services set forth in Article II.

ARTICLE IV. RENDITION OF PROFESSIONAL SERVICES

The corporation shall render the professional services described in Article II only through its agents, officers, directors, employees, and representatives who are duly licensed or otherwise legally authorized in the State of Florida to practice as a real estate agent. The terms "agents," "officers," "employees," and "representatives" shall not 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.

ARTICLE V. PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal business office and mailing address of the corporation is:

5700 Mariner Street, Unit 201
Tampa, FL 33609

ARTICLE VI. CAPITAL STOCK

The number of shares of capital stock that the corporation is authorized to issue is 100 shares of common stock, having no par value.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The name and street address of the initial director are:

<u>Name</u>	<u>Address</u>
Carol Pooley	5700 Mariner Street, Unit 201 Tampa, FL 33609

ARTICLE VIII. INITIAL REGISTERED OFFICE AND AGENT

The name of the corporation's initial registered agent and the street address of the initial registered office of the corporation are:

<u>Name</u>	<u>Address</u>
Eric A. Cruz	1060 Bloomingdale Avenue Valrico, FL 33596

ARTICLE IX. LIMITATION ON ISSUANCE AND TRANSFER OF STOCK

The corporation may issue its capital stock only to individuals who are duly licensed or otherwise legally authorized to practice as a real estate agent in the State of Florida and who are agents, officers, or employees of the corporation. In the event that a shareholder:

- (a) becomes legally disqualified to practice as a real estate agent in the state of Florida:

- (b) sells, assigns, conveys, pledges, transfers, hypothecates, or otherwise disposes of, or attempts to sell, assign, convey, pledge, transfer, hypothecate, or otherwise dispose of, any shares of capital stock in the corporation to any person ineligible by law or by the Articles of Incorporation to be a shareholder in the corporation, or if the sale, pledge transfer, assignment, conveyance, hypothecation, or other disposition of, or attempt to sell, assign, convey, pledge, transfer, hypothecate, or otherwise dispose of, any shares of capital stock in the corporation is made in a manner prohibited by law, the Articles of Incorporation, or the Bylaws of the corporation; or
- (c) suffers an execution to be levied upon his or her capital stock, or the capital stock is subjected to sale or other process, the effect of which is to vest any legal or equitable interest in the capital stock in some person other than a shareholder;

the capital stock of the shareholder immediately shall be deemed forfeited; the corporation immediately shall cancel the shares of capital stock owned of record by the shareholder; and the shareholder or other person in possession of the capital stock shall be entitled only to receive payments for the value of the capital stock which, in the absence of a bylaw provision, a provision in the Articles of Incorporation, a written agreement between the corporation and its shareholders, or a written agreement among its shareholders, shall be the book value as of the last day of the month preceding the month in which any of the events enumerated above occurs. The shareholder whose shares of capital stock become forfeited and are cancelled by the corporation shall immediately cease to be a shareholder, and except as to the shareholder's right to receive payment for the capital stock in accordance with the foregoing provision and the payment of any other sums the lawfully due and owing to the shareholder by the corporation, the shareholder shall terminate his or her employment with the corporation and shall have no further financial interest of any kind in the corporation.

ARTICLE X. ALIENATION OF STOCK

No shareholder of the corporation may sell, assign, convey, transfer, or otherwise dispose of any of his or her shares of capital stock in the corporation except to another individual who is duly qualified to be a shareholder of the corporation.

The corporation's Board of Directors is specifically authorized from time to time to adopt bylaws, not inconsistent with the Articles of Incorporation, restraining the alienation of shares of capital stock of the corporation and providing for the purchase or redemption by the corporation of its shares of capital stock.

ARTICLE XI. INCORPORATOR

The name and street address of the incorporator is:


Eric A. Cruz
1060 Bloomingdale Avenue
Valrico, FL 33596

The incorporator assigns to the corporation his rights under section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the Board of Directors any rights he has as incorporator to acquire any of the capital stock of the corporation; this assignment shall become effective on the date corporate existence begins.

ARTICLE XII. EFFECTIVE DATE

The corporation's existence shall begin effective October 23, 2020, upon the filing of these Articles of Incorporation with the Florida Department of State.

EXECUTION DATE: October 23, 2020



ERIC A. CRUZ.
as Incorporator

CAROL POOLEY, P.A.

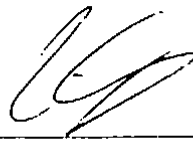
ACCEPTANCE OF REGISTERED AGENT

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That Carol Pooley, P.A., desiring to organize as a corporation under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Incorporation, at 1060 Bloomingdale Avenue, Valrico, FL 33596, has named Eric A. Cruz, as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for Carol Pooley, P.A., at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office. The undersigned is familiar with and accepts the obligations of Section 607.0501, Florida Statutes.

EXECUTION DATE: October 23, 2020



ERIC A. CRUZ
as Registered Agent