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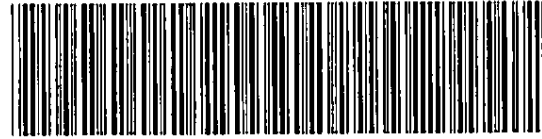
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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## COVER LETTER

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

SUBJECT: BRICEP Systems, Inc  
(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

<input checked="" type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED	

FROM: Edward W Dougherty Jr  
Name (Printed or typed)

2457 Care Dr., Suite 102  
Address

Tallahassee, FL 32308  
City, State & Zip

850-297-1123  
Daytime Telephone number

ed@dougherty-pa.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 BRICEP SYSTEMS, INC.**

Pursuant to Section 607.0202, Florida Statutes, BRICEP Systems, Inc., hereby adopts the following Articles of Incorporation.

### **ARTICLE I. NAME**

The name of the corporation is: **BRICEP Systems, Inc.** ("Corporation" or "Company").

### **ARTICLE II. PRINCIPAL OFFICE**

The initial principal place of business of the Corporation shall be: 707 Stiles Avenue, Tallahassee, Florida 32303

### **ARTICLE III. PURPOSE**

The general nature of the business to be transacted by the Corporation shall be any business permitted by the laws of the State of Florida.

### **ARTICLE IV. CAPITAL STOCK**

This corporation is authorized to issue is 1,000,000 shares of stock in the aggregate, all of which shall initially be Common Stock. The Common Stock shall have a \$.01 par value.

The Board of Directors is authorized, without shareholder approval, but subject to any limitations prescribed by law, to reclassify unissued shares in any designated class or series as it deems necessary to such issuance, to establish from time to time the number of shares to be included in each such classes and series and to fix the designation, powers, preferences and rights of the shares of each such class or series and any qualifications, limitations or restrictions thereof by filing Articles of Amendment to these Articles of Incorporation pursuant to the applicable laws of the State of Florida. The number of authorized aggregate shares, however, may only be increased or decreased by the affirmative vote of the holders of at least 65% of the Common Stock issued and outstanding.

### **ARTICLE V. DIRECTORS**

1. Number. The number of directors may be increased or diminished from time to time pursuant to the Bylaws of the Corporation, but shall not be less than two nor more than seven.

2. Initial Board of Directors. The initial Board of Directors shall be composed of the following three directors:

Brice Lockart 707 Stiles Avenue, Tallahassee, FL 32303

Jeremy Andrews 689 Mahan Center Blvd Ste B, Tallahassee, FL 32308

Dr. William H. Thompson 3334 Capital Circle Medical Blvd, Suite 400, Tallahassee, FL 32308

## ARTICLE VI. INDEMNIFICATION

1. The Corporation shall to the fullest extent permitted by law indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

2. The Corporation may pay in advance any expenses (including attorneys' fees) that may become subject to indemnification under paragraph 1 above if the person receiving the advance payment of expenses undertakes in writing to repay such payment if it is ultimately determined that such person is not entitled to indemnification by the corporation under paragraph 1 above.

3. The indemnification provided by paragraph 1 above shall not be exclusive of any other rights to which a person may be entitled by law, bylaw, agreement, vote or consent of shareholders or directors, or otherwise.

4. The indemnification and advance payment provided by paragraphs 1 and 2 above shall continue as to a person who has ceased to hold a position named in paragraph 1 above and shall inure to such person's heirs, executors, and administrators.

5. The Corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the corporation, or who serves or served at the corporation's request as a director, officer, employee, agent, partner, or trustee of another corporation or of a partnership, joint venture, trust, or other enterprise, against any liability asserted against such person and incurred by such person in any such capacity, or arising out of such person's status as such, whether or not the corporation would have power to indemnify such person against such liability.

6. If any provision in this Article shall be invalid, illegal, or unenforceable, the validity, legality, and enforceability of the remaining provisions shall not in any way be affected or impaired thereby, and, to the extent possible, effect shall be given to the intent manifested by the provision held invalid, illegal, or unenforceable.

