

9500005576

Joseph C. Lucas

CERTIFIED PUBLIC ACCOUNTANT  
1325 Snell Isle Boulevard NE, Suite 217  
St. Petersburg, Florida 33704

Member:  
Florida Institute of CPAs

Telephone (813) 894-6462  
Facsimile (813) 894-6376

January 9, 1995

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

900001376999  
-01/12/95--01005--010  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Bird & Lucas, CPAs, PA

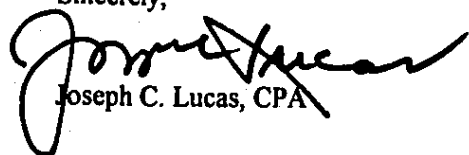
Dear Sir/Madam:

Enclosed are the Articles of Incorporation and Statement of Consent of Registered Agent for Bird & Lucas, CPAs, PA, and a check in the amount of \$122.50 for the filing fee and certification.

We need to file for a Federal Identification Number for the corporation as soon as possible. Therefore, we would appreciate your assistance in the prompt filing of these documents.

Thank you for your assistance in this regard.

Sincerely,

  
Joseph C. Lucas, CPA

JCL/lb  
Enclosures

W95-965  
AR 23/75-  
Joe Lucas GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT article III  
DATE 1-23-95  
DOC. EXAM AR

FILED  
1995 JAN 23 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Joseph C. Lucas**

CERTIFIED PUBLIC ACCOUNTANT  
1325 Snell Isle Boulevard NE, Suite 217  
St. Petersburg, Florida 33704

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Facsimile (813) 894-6376

January 18, 1994

Division of Corporations  
Attn.: Ms Bundick  
Florida Department of State  
PO Box 6327  
Tallahassee, Florida 32314


Re: Resubmittal of Articles of Incorporation, Ref. Number W95000000965

Dear Ms. Bundick:

In accordance with your verbal OK this date, I have changed the wording of Article II, Nature of Business to conform with the requirements specified in your letter of January 13.

Thank you for your assistance.

Sincerely,



Joseph C. Lucas, CPA

Enclosures

Copy of Letter from Agnes Bundick  
Original Articles of Incorporation with revised first page



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

January 13, 1995

JOSEPH C. LUCAS, CPA  
1325 SNELL ISLE BLVD., NE SUITE 217  
ST. PETERSBURG, FL 33704

SUBJECT: BIRD & LUCAS, CPA'S, P.A.  
Ref. Number: W95000000965

We have received your document for BIRD & LUCAS, CPA'S, P.A. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Bundick  
Corporate Specialist

Letter Number: 695A00001596

**ARTICLES OF INCORPORATION**  
**OF**  
**Bird & Lucas, CPAs, P.A.**

**FILED**  
1995 JAN 23 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned natural person, competent to contract, for the purpose of forming a corporation under the provisions of Section 607, Florida Business Corporation Act of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

**I. NAME OF CORPORATION**

The name of this corporation shall be Bird & Lucas, CPAs, P.A.

**II. NATURE OF BUSINESS**

The corporation will provide accounting services as authorized by the applicable Laws of the State of Florida, the Laws of the United States of America, or any other state, territory, county or nation.

**III. TERM OF EXISTENCE**

The

corporation shall exist perpetually.

**IV. AUTHORIZED STOCK**

The aggregate number of shares which this corporation shall be authorized to issue is one thousand (1,000) shares of common stock with a par value of One Dollar (\$1.00) per share.

**V. PRINCIPAL OFFICE AND MAILING ADDRESS OF CORPORATION**

The initial principal office of the corporation is 1325 Snell Isle Boulevard NE, Suite 217, St. Petersburg, Florida 33704, and the initial mailing address of the corporation shall be the same.

**VI. REGISTERED AGENT AND REGISTERED OFFICE**

The address of this corporation's initial registered office is 1325 Snell Isle Boulevard NE, Suite 217, St. Petersburg, Florida 33704, and the name of its initial registered agent at said address is Joseph C. Lucas.

**VII. BOARD OF DIRECTORS**

The affairs of the corporation shall be conducted by a Board of Directors, composed of not less than one person who must be a stockholder. The number of directors may be increased from time to time by the Bylaws adopted by the stockholder(s), but shall never be less than one person.

The Board of Directors shall have the authority to make provisions for their services as directors and to fix the basis and conditions upon which compensation shall be paid. Any director may also serve the corporation in any other capacity and receive compensation in any form.

**VIII. INITIAL DIRECTORS**

The name and address of the initial Directors of the corporation, who, subject to the provisions of these Articles of Incorporation, the Bylaws of the corporation, and the Florida

Business Corporation Act, shall hold office for the first year, or until their successors have been duly elected and qualify to serve as Directors, are as follows:

Joseph C. Lucas

1964 Massachusetts Avenue NE  
St. Petersburg, Florida 33703

Lorraine F. Bird

1875 Massachusetts Avenue NE  
St. Petersburg, Florida 33703

#### **IX. REGULATION OF INTERNAL AFFAIRS**

Meetings of the shareholders or the Board of Directors of this corporation may be held either within or without the State of Florida at such place or places as may from time to time be designated by the Bylaws of the corporation or by resolution of the Board of Directors.

The initial Bylaws of the corporation shall be adopted by its Board of Directors, The power to amend or repeal the Bylaws or to adopt new Bylaws shall be in the shareholder(s), but the affirmative vote of the holders of the majority of the shares outstanding shall be necessary to exercise that power. The Bylaws may contain any provisions for the regulation and management of this corporation which are consistent with the Laws of the State of Florida and these Articles of Incorporation.

#### **X. INFORMAL ACTIONS OF DIRECTORS**

If all of 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.

#### **XI. MEETINGS BY TELEPHONE CONFERENCE**

The Board of Directors may participate in meetings of the Board by means of a conference telephone or similar communications equipment.

#### **XII. CONTRACTS IN WHICH DIRECTORS HAVE AN INTEREST.**

Any contract or other transaction of this corporation with any person, firm or other corporation, or any contract or other transaction in which this corporation is interested, shall not be invalidated or affected by:

(a) The fact that one or more of the directors of this corporation is interested in, or serves as a director or an officer of another corporation; provided that the acts of any director so interested are in good faith, and each person who may become a director of his corporation is hereby relieved of any liability that may otherwise arise by reason of this contracting with this corporation for the benefit of himself or any firm or corporation in which he may be interested.

#### **XIII. INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is as follows:

Joseph C. Lucas

1964 Massachusetts Avenue NE  
St. Petersburg, Fl. 33703

#### **XIV. INTENTION OF THE INCORPORATOR**

It is the intention of the incorporator of these Articles of Incorporation that this corporation shall remain a closed corporation, and the stockholders of this corporation may enter into such stockholder, stock purchase or trustee agreements with other stockholders of this corporation as they may see fit in order to carry out this intention; provided, however, that the

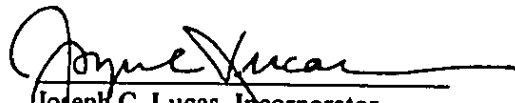
stockholder, stock purchase or trustee agreement shall be noted upon the stock certificate of this corporation.

#### **XV. AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law.

Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by a majority of stockholders eligible to vote thereon.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 1st Day of January, 1995, for the purposes of forming this corporation under the Laws of the State of Florida, and I hereby make and file in the office of the Secretary of State of the State of Florida these Articles of Incorporation.

  
Joseph C. Lucas, Incorporator

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 1st Day of January, 1995, by Joseph C. Lucas, who has produced a Florida driver's license as identification and who did take an oath and who executed the foregoing Articles of Incorporation as the Incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at St. Petersburg, in the said County and State, this 1st day of January, 1995.

  
Notary Public  
My Commission Expires:

OFFICIAL NOTARY SEAL  
RAE M HOWE  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC313233  
MY COMMISSION EXP. SEPT 7, 1997



FLORIDA DEPARTMENT OF STATE

Secretary of State

FILED

1995 JAN 23 PM 12:30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**STATEMENT OF CONSENT OF REGISTERED AGENT**

To the Secretary of State of the State of Florida:

1. The name of the corporation is:

Bird & Lucas, CPAs, PA

2. The name and address of the initial registered agent and office are as follows:

Joseph C. Lucas  
1964 Massachusetts Avenue NE  
St. Petersburg, FL 33703

3. Having been named as registered agent for this corporation at the registered office designated above, the undersigned hereby accepts the designation.

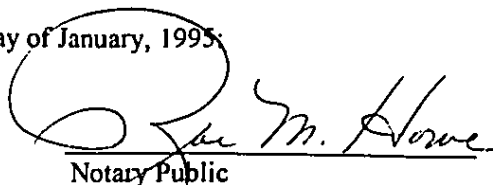
  
Joseph C. Lucas, Registered Agent

STATE OF FLORIDA

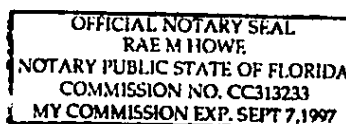
COUNTY OF PINELLAS

Before me, the undersigned authority, personally appeared JOSEPH C. LUCAS, who has produced a Florida driver's license as identification and who did take an oath and who executed the foregoing Statement of Consent of Registered Agent, and he executed the same for the purposes therein expressed.

WITNESS my hand and seal this 1st Day of January, 1995:

  
Notary Public

My Commission Expires:





1325 Shell Isle Blvd. N.E.  
Suite 217  
St. Petersburg, FL 33704  
Telephone 813 894-6462  
800 553-2096  
Fax 813 894-6376

Lorraine F. Bird, CPA  
Joseph C. Lucas, CPA  
Donna L. Zocoll, CPA

Members  
American Institute of CPAs  
Florida Institute of CPAs

May 23, 1995

700001499657  
-05/26/95--01018--003  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Dear Sir/Madam:

Enclosed are the Articles of Amendment to Articles of Incorporation of Bird & Lucas, CPAs, PA, and a check in the amount of \$35 for the filing fee.

Please call me if you have any questions or need any additional information. Thank you for your assistance in this regard.

Yours very truly,

*Lorraine F. Bird*  
Lorraine F. Bird, CPA

Enclosures  
LFB/tc

FILED  
95 MAY 25 AM 10:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NC  
RFL  
6-7

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

Bird & Lucas, CPAs, PA.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

I. NAME OF CORPORATION

The name of this corporation shall be Bird, Lucas & Company, PA.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

FILED  
95 MAY 25 AM 10:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THIRD: The date of each amendment's adoption: MAY 23, 1995.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_ voting group."

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 23<sup>rd</sup> of MAY, 19 95.

Signature

  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholder)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

JOSEPH C. LUCAS  
Typed or printed name

INCORPORATOR / DIRECTOR / PRESIDENT  
Title