

P95000030753

ARTHUR J. RANSON, III

ATTORNEYS AT LAW

SUITE 425 SOUTHEAST BANK BUILDING

201 EAST PINE STREET

ORLANDO, FLORIDA 32801

TELEPHONE (407) 640-4886

BOARD CERTIFIED CIVIL TRIAL LAWYER

ARTHUR J. RANSON, III

GENERAL CIVIL TRIAL PRACTICE

PERSONAL INJURY

WRONGFUL DEATH

407-841-7661

April 4, 1995

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

ATT: CHARTER DEPARTMENT

000001449750
-04/06/95--01077--014
****122.50 ****122.50

Gentlemen:

enclose the following for filing with your division:

1. Original and one copy of the proposed Articles of Incorporation for Professional Association
2. Check in the amount of \$122.50 for the filing fee and a certified copy

Please file this with your division, and call my office should you have any questions concerning this matter.

Yours very truly,

ARTHUR J. RANSON, III

AJR/vf
Enclosures

Dmc
4/10/95

~~615,611~~

201 E. Pine St
S-425

32801

FILED
95 APR 19 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~95-7694~~

Voncile Franklin
gave auth
to add the principal
office 4/19/95

LAW OFFICES OF
ARTHUR J. RANSON, III

ATTORNEYS AT LAW

SUITE 425 SOUTHEAST BANK BUILDING

201 EAST PINE STREET

ORLANDO, FLORIDA 32801

TELEPHONE (407) 649-4666

BOARD CERTIFIED CIVIL TRIAL LAWYER

ARTHUR J. RANSON, III

GENERAL CIVIL TRIAL PRACTICE

PERSONAL INJURY

WRONGFUL DEATH

April 14, 1995

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

ATT: DORIS MC DUFFIE
Corporate Specialist Supervisor

SUBJECT: ARTHUR J. RANSON, III, P.A.

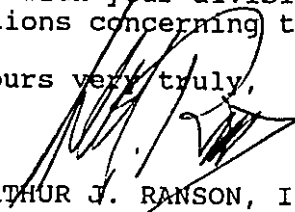
REF. NUMBER: W95000007694

Dear Ms. McDuffie:

Pursuant to your instructions in your letter dated April 10, 1995, I return to you herewith the original and one copy of the ARTICLES OF INCORPORATION FOR PROFESSIONAL ASSOCIATION and have attached the written acceptance by the registered agent. Also enclosed is a copy of your letter dated April 10, 1995 which you requested be returned with these documents.

Please file these documents with your division, and call my office should you have any questions concerning this matter.

Yours very truly,


ARTHUR J. RANSON, III

AJR/vf
Enclosures



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 10, 1995

ARTHUR J. RANSON, III
ATTORNEY AT LAW
201 EAST PINE STREET SUITE 425
ORLANDO, FL 32801

SUBJECT: ARTHUR J. RANSON, III, P.A.
Ref. Number: W95000007694

We have received your document for ARTHUR J. RANSON, III, 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 document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

The registered agent must sign accepting the designation.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 495A00016287

ARTICLES OF INCORPORATION
FOR PROFESSIONAL ASSOCIATION

FILED

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The undersigned natural person, competent and licensed to practice law in the State of Florida, acting hereby as incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida General Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I
NAME OF CORPORATION

The name of the corporation shall be **ARTHUR J. RANSON, III, P.A.** The principal office shall be 201 East Pine Street, Suite 425, Orlando, Florida 32801.

ARTICLE II
PURPOSES

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

a. To engage in every aspect in the practice of law and all its fields of specializations, as are engaged in by Arthur J. Ranson, III.

b. To engage and render the professional services involved only through its officers, agents and employees who shall be Architects in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.

c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.

d. To engage in no other business other than the rendition of the professional services specified herein.

e. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

ARTICLE III
CAPITAL STOCK

a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be One Hundred, (100) shares of common stock at Dollars (\$5.00) per share par value.

b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

c. Shares of the corporation's stock and certificates shall be issued only to attorneys in good standing and duly licensed by The Florida Bar or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

ARTICLE IV
DURATION

The corporation shall have perpetual existence.

ARTICLE V
REGISTERED AGENT

The address of this corporation's initial registered office is 201 East Pine Street, Suite 425, Orlando, Florida 32801 and the name of its initial registered agent at said address is Arthur J. Ranson, III, Esquire.

ARTICLE VI
INCORPORATION

The name and address of the Incorporator is as follows:
Arthur J. Ranson, III., 2719 Summerfield Road, Winter Park, Florida 32792.

ARTICLE VII
BOARD OF DIRECTORS

The corporation shall have a Board of Directors consisting of one (1) person. The number of directors may be increased or decreased from time to time by a resolution of the majority of the stockholders but shall never be less than one. The name and address of the initial directors of this corporation is:

Arthur J. Ranson, III. 2719 Summerfield Road, Winter Park,
Florida 32792

ARTICLE VIII
INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

ARTICLE IX
SEVERANCE AND TERMINATION OF EMPLOYMENT

If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or

accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

ARTICLE X
INFORMAL DIRECTOR ACTION

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.

ARTICLE XI
INDEMNIFICATION

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

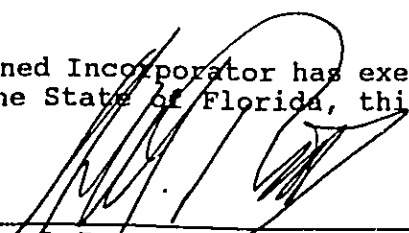
ARTICLE XII
BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

ARTICLE XIII
EFFECTIVE DATE

This Professional Association shall be effective as of April 4, 1995.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this 4th day of April, 1995.



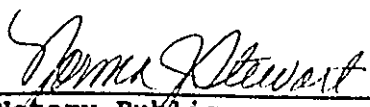
Arthur J. Ranson, III, INCORPORATOR

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared Arthur J. Ranson, III, who is to me well known to be the person

described in 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 Orlando, in the County and State this 4th day of April, 1995.



Notary Public
Typed Name: *Norma J. Stewart*
State of Florida at Large

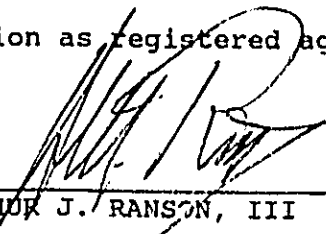
My Commission Expires:



NORMA J STEWART
My Commission CC407702
Expires Sep. 18, 1998
Bonded by NFNU
800-224-8388

I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation.

I hereby accept the designation as registered agent as above provided.


ARTHUR J. RANSON, III

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95 APR 19 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA