

DONALD W. DUNCAN  
COUNSELLOR AT LAW  
MEDIATOR

**9500044941**

12 CHELSEA COURT • PALM COAST, FLORIDA 32137 • 904/445-7052  
June 1, 1995

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314-6327

700001506457  
-06/06/95--01058--019  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Donald W. Duncan

Enclosed are the following:

- 1 - Original and one copy of "Articles of Incorporation".
- 2 - Certificate - Designation and Acceptance of Registered Agent.

3 - Check in the amount of \$70.00.

Articles of Incorporation	\$35.00
Certificate of Registered Agent	35.00
Total	\$70.00

  
Donald W. Duncan

*SDC*

**FILED**  
95 JUN -6 PM 2:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
OF  
DONALD W. DUNCAN, P.A.

FILED  
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The undersigned natural person, who is licensed and legally authorized to practice the profession of Law in the State of Florida hereby expresses the intention of forming a professional corporation in accordance with the Professional Service Corporation Act, and hereby adopts the following articles of incorporation for such corporation:

ARTICLE I. NAME

The name of the corporation is Donald W. Duncan, P.A.

ARTICLE II. DURATION

The period of the corporation's duration shall be perpetual or until dissolved on a vote of shareholders as hereafter provided.

ARTICLE III. PURPOSE

The purpose of the corporation is to practice the profession of Law. The corporation may, however, have investments in real estate, mortgages, stocks, bonds or other investments not inconsistent with the practice of law.

ARTICLE IV. CAPITAL STOCK

The total number of shares of capital stock which the corporation shall be authorized to issue is 5,000 shares. Such shares shall be of a single class of common stock and shall have a par value of one dollar (\$1.00) per share.

ARTICLE V. CAPITALIZATION

The amount of capital with which the corporation will begin to practice the profession of law is not less than five thousand dollars (\$5,000.00).

ARTICLE VI. PRINCIPAL OFFICE

The address of the corporation's principal office is 12 Chelsea Court, Palm Coast, County of Flagler, State of Florida, 32137. The name of the initial registered agent of the corporation located at such office is Donald W. Duncan.

#### ARTICLE VII. CORPORATE POWERS

The corporation shall have all the rights and powers now or hereafter conferred on professional corporations by the laws of the State of Florida.

#### ARTICLE VIII. SUBSCRIBER

The name and address of the person signing these articles of incorporation as a subscriber is:

<u>Name</u>	<u>Address</u>
Donald W. Duncan	12 Chelsea Court Palm Coast, FL 32137

#### ARTICLE IX. DIRECTORS

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is one, the name and address of the initial director is:

<u>Name</u>	<u>Address</u>
Donald W. Duncan	12 Chelsea Court Palm Coast, FL 32137

The initial director shall hold office until his successor is elected and qualifies as provided in the bylaws. Thereafter, the term of each director shall be for one year and until the election and qualification of a successor. The number of directors set forth herein and constituting the initial board of directors shall be the authorized number of directors until such number is changed by a bylaw duly adopted by the shareholders.

#### ARTICLE X. BYLAWS

The initial director shall submit the proposed bylaws to the sole shareholder at a meeting to be held for that purpose no more than fifteen (15) days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by the shareholder, the internal affairs of the corporation are to be regulated and managed in accordance with such bylaws.

#### ARTICLE XI. DISSOLUTION

The corporation may be dissolved at any time (1) by a unanimous written consent of the shareholders; or (2) on the affirmative vote of at least two-thirds of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by the shareholder.

In witness hereof, I, the undersigned incorporator of this corporation, have executed these articles of incorporation at Palm Coast, Florida on June 1, 1995.

  
Donald W. Duncan

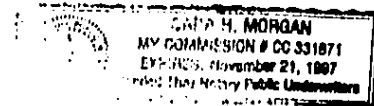
STATE OF FLORIDA  
COUNTY OF FLAGLER

On this 1<sup>st</sup> day of June, 1995 before me, a Notary Public, personally appeared Donald W. Duncan, and who proved to me on the basis of satisfactory evidence or known to me to be the person whose name is subscribed to the within instrument, and acknowledged that he executed it.

Witness my hand and official seal.

  
Notary Public SEAL

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**CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN FLORIDA, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 607.325 of the Florida General Corporation Act, The following is submitted:

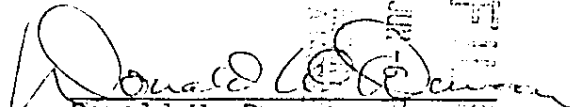
Donald W. Duncan, P.A., with its place of business at 12 Chelsea Court, Palm Coast, Florida, has named Donald W. Duncan, located at 12 Chelsea Court, Palm Coast, State of Florida 32137, as its agent to accept service of process within Florida.

Dated June 1, 1995

  
President

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

Dated: June 1, 1995

  
Donald W. Duncan  
Registered Agent

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TALLAHASSEE  
FLORIDA

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