

12-28-95 12:00PM

TO 611072429896

P004

TRANSMITTAL LETTER
P96000002338

Department of State
Division of Corporations
P. O. Box 0327
Tallahassee, FL 32314

RS. FAX
CERTIFICATE
to (1/11)
951-0222
When done
ASAP.

BENJAMIN B. GARAGOZLO, INC.
(id corporate name - must include suffix)

200001677162
-01/03/96--01096--003
*****78.75 *****78.75

one (1) copy of the articles of incorporation and a check

78.75
no Fee
certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM:

BENJAMIN B. GARAGOZLO
Name (printed or typed)

33 PARKHILL BOULEVARD
Address

WEST MELBOURNE, FLORIDA
City, State & Zip

(407) 951-0070
Daytime Telephone number

JAN 9 1996 BSA

FILED
JAN -3 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

12-28-95 12:00PM

TO 614072429896

P005

FILED

96 JAN -3 AM 10:00

ARTICLES OF INCORPORATION SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

BENJAMIN B. GARAGOZLO, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

33 PARK HILL BOULEVARD
WEST MELBOURNE, FLORIDA
32904

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 SHARES at \$1.00 par value common stock
which shall be designated "Common Shares"

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

BENJAMIN B. GARAGOZLO
33 PARK HILL BOULEVARD
WEST MELBOURNE, FLORIDA
32904

12-28-95 12:00PM

TO 614072420896

P006

ARTICLE V INCORPORATOR(S)

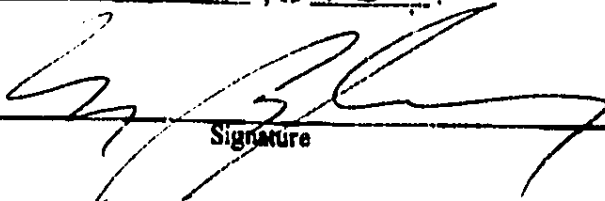
See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

BENJAMIN B. GARAGOZLO, President
33 PARKHILL BOULEVARD
WEST MELBOURNE, Florida 32904

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

30TH day of December, 1995



Signature

Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

12-28-95 12:00PM

TO 614072429896

P007

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

BENJAMIN B. GARAGOZLO INC

2. The name and address of the registered agent and office is:

BENJAMIN B. GARAGOZLO
(NAME)

33 PARKHILL BOULEVARD
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

WEST MELBOURNE, Florida
(CITY/STATE/ZIP)
32904

FILED
95 JAN -3 AM 10:00
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

[Signature]
(SIGNATURE)

12/30/95
(DATE)

P96000002338

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-0071
904-222-0071 FAX

FILED

96 MAR -4 PM 12:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ACCOUNT NO. : 06210000003
REFERENCE : 866301 4 03052
AUTHORIZATION :
COST LEVEL : \$ PREPAID

ORDER DATE : March 1, 1996

ORDER TIME : 10:18 AM

ORDER NO. : 866301

CUSTOMER NO: 4323057

700001729477
-03/01/96--01063--022
*****35.00 *****35.00

CUSTOMER: Mary Fendle, Legal Assistant
Dean, Plead, Egerton,
800 North Magnolia Avenue
Suite 1500
Orlando, FL 32803

DOMESTIC AMENDMENT FILING

NAME: BENJAMIN B. GARAGOZLO, INC.

☒ ARTICLES OF AMENDMENT
☐ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W. Leggett

EXAMINER'S INITIALS: _____

RECEIVED
56 MAR -1 AM 11:11
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Morham
Secretary of State

March 1, 1996

CSC NETWORKS

TALLAHASSEE, FL

SUBJECT: BENJAMIN B. GARAGOZLO, INC.
Ref. Number: P96000002338

We have received your document for BENJAMIN B. GARAGOZLO, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6903.

Nancy Hendricks
Corporate Specialist

Letter Number: 896A00009270

CERTIFICATE REGARDING
RESTATED ARTICLES OF INCORPORATION OF
BENJAMIN B. GARAGOZLO, INC.

FILED
96 MAR -4 PM 12:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, as incorporator of Benjamin B. Garagozlo, Inc. (hereinafter the "Corporation"), desiring to amend and restate the Articles of Incorporation of the Corporation pursuant to Sections 607.1007 and 607.1005, Florida Statutes, hereby states the following:

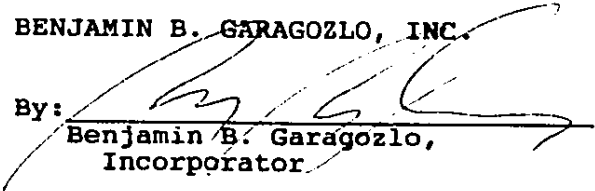
1. The name of the corporation, as adopted in the Restated Articles of Incorporation, shall be Anderson & Garagozlo, P.A.

2. The sole incorporator of the Corporation approved a resolution amending and restating the Articles of Incorporation of the Corporation by written consent dated the 29th day of February, 1996, executed in accordance with the provisions of Section 607.0205 of the Florida Statutes. Such action was taken by the sole incorporator of the Corporation without shareholder action, pursuant to the provisions of Section 607.1005 of the Florida Statutes, prior to the issuance of any shares of stock of the Corporation.

Dated this 29th day of February, 1996.

BENJAMIN B. GARAGOZLO, INC.

Benjamin Garagozlo was listed on the articles and should be deleted. There are no officers.

By: 

Benjamin B. Garagozlo,
Incorporator

**ARTICLES OF RESTATEMENT
OF
BENJAMIN B. GARAGOZLO, INC.**

Pursuant to the provisions of Sections 607.1007 and 607.1805 of the Florida Statutes, the undersigned Florida corporation hereby adopts the following Restated Articles of Incorporation in order to change the corporation's corporate nature to that of a professional service corporation organized under Chapter 621 of the Florida Statutes pursuant to Section 607.1805 of the Florida Statutes:

Article I - Name of Corporation

The name of the corporation is Benjamin B. Garagozlo, Inc., and, as adopted in these Restated Articles of Incorporation, the name of the corporation shall be Anderson & Garagozlo, P.A. (hereinafter referred to as the "Corporation").

Article II - Text of Restated Articles

The following is the text of the Restated Articles of Incorporation which amend and restate the original Articles of Incorporation of the Corporation:

ARTICLE I - NAME AND PRINCIPAL OFFICE OF CORPORATION

The name of this Corporation shall be Anderson & Garagozlo, P.A. The principal office and mailing address for this Corporation shall be 33 Parkhill Boulevard, West Melbourne, Florida 32904.

ARTICLE II - GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation shall be:

A. To engage in every phase and aspect of the business of rendering the same professional services to the public that an attorney at law duly licensed under the laws of the State of Florida is authorized to render, but such professional services shall be rendered only through officers, employees and agents of the Corporation who are duly licensed under the laws of the State of Florida to practice law in the State of Florida.

B. To invest the funds of this Corporation in real estate, mortgages, stocks, bonds or any other type of investment, and to own real and personal property necessary for the rendering of such professional services.

C. To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objectives of the Corporation enumerated in these Articles of Incorporation or any amendment thereof, and to do any act necessary or incidental to the protection and benefit of the Corporation; and in general, either alone or in association with other Corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of such purposes or objectives of the Corporation.

D. It is intended that this Corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 607 and Chapter 621, Florida Statutes, as the same may be from time to time amended.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is one hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV - REGISTERED AGENT

The registered agent of this Corporation shall be Benjamin B. Garagozlo, whose business office is identical with the Corporation's registered office set forth below.

ARTICLE V - ADDRESS OF REGISTERED OFFICE

The street address of the initial registered office of this Corporation shall be 33 Parkhill Boulevard, West Melbourne, Florida 32904.

ARTICLE VI - TERM OF EXISTENCE

The existence of this Corporation commenced on January 3, 1996, and shall continue perpetually unless dissolved according to law.

ARTICLE VII - BOARD OF DIRECTORS

A. The number of Directors of this Corporation shall be two (2).

B. The number of Directors may be increased or diminished from time to time by Bylaws adopted by the shareholders or Directors, but shall never be less than one (1).

C. Any Director may be removed from office for any cause deemed sufficient by the shareholders of the Corporation. Such removal shall be by a majority of the stock entitled to vote thereon at any annual or special meeting of the shareholders.

D. Each Director shall be an attorney at law duly licensed to render services as such under the laws of the State of Florida.

ARTICLE IX - SHAREHOLDERS

Shares of this Corporation's capital stock shall be issued only to individuals who are duly licensed to render services as attorneys at law under the laws of the State of Florida. No shareholder of this Corporation may sell or transfer such shareholder's shares of stock in the Corporation except to another individual who is eligible to be a shareholder hereunder. No shareholder of this Corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of such shareholder's shares.

ARTICLE X - ADDITIONAL CORPORATE POWERS

In furtherance hereof, and not in limitation of the general powers conferred by the laws of the State of Florida, and pursuant to the purposes and objectives stated above in these Restated Articles of Incorporation, this Corporation shall have all and singular the following powers:

A. To enter into, or become a partner in, any arrangement for sharing profits, union of interest, joint venture or otherwise, with any person, firm or Corporation to carry on any business which this Corporation has the direct or incidental authority to pursue.

B. To purchase and acquire any or all of its shares owned and held by any shareholder who should desire to sell, transfer, or otherwise dispose of such shareholder's shares, or any or all of its shares owned and held by a shareholder who dies; provided, however, that the capital of the Corporation shall not be impaired thereby.

C. To enter into, for the benefit of its employees, one or more of the following: a pension plan, a profit sharing plan, a stock bonus plan, a corporate health plan, a group term life insurance plan, or any other retirement or incentive compensation plan.

ARTICLE XI - AMENDMENT

The Corporation reserves the right to amend these Articles of Incorporation in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the shares of stock entitled to vote thereon, unless all the Directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII - INDEMNIFICATION

The Corporation shall indemnify any officer or Director to the full extent permitted by law.

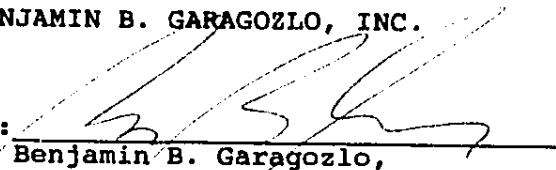
Article III - Effective Date of Amendment

The effective date of the Restated Articles of Incorporation of the Corporation as set forth herein shall be as of March 1, 1996.

Dated this 29th day of February, 1996.

BENJAMIN B. GARAGOZLO, INC.

Benjamin Garagozlo was listed on the articles and should be deleted. There are no officers.

By: 

Benjamin B. Garagozlo,
Incorporator

P96000002338

DEAN, MEAD, EGERTON, BLOODWORTH, CAPOUANO & BOZARTH, P. A.

ATTORNEYS AND COUNSELLORS AT LAW

P. O. BOX #146
ORLANDO, FLORIDA 32802-0146

WIRELESS DIRECT DIAL NO.
(407) 428-5119

800 NORTH MAGNOLIA AVENUE
SUITE 1500
ORLANDO, FLORIDA 32803

(407) 841-1800
FAX (407) 483-1831

August 23, 1996

Florida Department of State
Division of Corporations
Attention: Amendment Section
P. O. Box 6327
Tallahassee, FL 32314

FILED
95 AUG 26 AM 10:42
TALLAHASSEE FLORIDA

200001933342
-08/27/96--01130--010
*****35.00 *****35.00

Re: Articles of Dissolution for
Anderson & Garagozlo, P.A.

Gentlemen:

Enclosed are an original and one copy of the Articles of Dissolution of Anderson & Garagozlo, P.A., together with a check for \$35.00 to cover the filing fee.

After the Articles of Dissolution have been filed, please return the copy stamped with the date of filing to this office.

Sincerely,

Mary F. Fendle
Mary F. Fendle, Legal Assistant
to Jane D. Callahan

:mff

Enclosures (3)

cc: Benjamin B. Garagozlo w/o enclosure
Sean G. Anderson w/o enclosure

VS SEP 3 1996

W/d/s

ARTICLES OF DISSOLUTION
OF
ANDERSON & GARAGOZLO, P.A.

FILED
96 AUG 26 AM 10:43
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1402 and 607.1403 of the Florida Statutes, the undersigned Florida corporation hereby adopts the following Articles of Dissolution:

Article I - Name of Corporation

The name of the corporation is Anderson & Garagozlo, P.A. (hereinafter referred to as the "Corporation").

Article II - Date Dissolution Authorized

The dissolution of the Corporation was authorized on August 7, 1996.

Article III - Approval of Dissolution

The dissolution was approved by all of the shareholders of the Corporation by written consent dated August 7, 1996, pursuant to Section 607.0704 of the Florida Statutes.

Article IV - Effective Date of Dissolution

The Corporation shall be dissolved effective upon the date of filing.

Dated this 7th day of August, 1996.

ANDERSON & GARAGOZLO, P.A.

By: Sean G. Anderson
Sean G. Anderson, President