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TALLAHASSEE, FL 323  
904-222-1171  
904-222-1193 FAX



PRENTICE HALL  
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 184307 115671A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED  
96 DEC 11 AM 11:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : December 11, 1996

ORDER TIME : 12:17 PM

ORDER NO. : 184307-005

CUSTOMER NO: 115671A

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-12/12/96--01002--001  
\*\*\*\*122.50 \*\*\*\*122.50

CUSTOMER: Mary Lynn Desjarlais, Esq  
MARY LYNN DESJARLAIS, P.A.

8075 South Beneva Road

Sarasota, FL 34238

DOMESTIC FILING

NAME: PEGGY A. WELLMAN, P.A.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susana Romagosa

EXAMINER'S INITIALS:

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
DEC 11 1996

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12-12-96

**ARTICLES OF INCORPORATION**  
**OF**  
**PEGGY A. WELLMAN, P.A.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned natural persons, each of whom is licensed or otherwise legally authorized to practice the profession of law in the State of Florida, hereby associate themselves with the intention of forming a professional corporation in accordance with the Florida Professional Service Corporation Act, and hereby adopt the following articles of incorporation for such corporation:

**ARTICLE I. NAME**

The name of the corporation is PEGGY A. WELLMAN, P.A.

**ARTICLE II. DURATION**

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

**ARTICLE III. PURPOSE**

This corporation is organized for the following purposes:

a. To engage in the sale of real estate as a professional real estate corporation and to carry on services incident thereto. The sale of real estate is the sole and exclusive professional service to be rendered by this corporation.

b. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

c. The professional services of this corporation shall be carried out only through officers, employees, and agents, each of whom has been admitted as a licensed Florida Realtor and is duly authorized to sell real estate in, the State of Florida.

**ARTICLE IV. CAPITAL STOCK**

The total number of shares of capital stock which the corporation shall be authorized to issue is 1000 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 sell real estate is not less than Five Hundred Dollars (\$500.00).

**ARTICLE VI. PRINCIPAL OFFICE**

The address of the corporation's principal office is 2564 Waneta Drive, City of Sarasota, County of Sarasota, State of Florida 34231. The name of the initial registered agent of the corporation, located at such address is PEGGY A. WELLMAN.

**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. SUBSCRIBERS**

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

<u>Name</u>	<u>Address</u>
PEGGY A. WELLMAN	2564 Waneta Drive Sarasota, Florida 34231

**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 and the name and address of the initial directors are:

<b><u>Name</u></b>	<b><u>Address</u></b>
PEGGY A. WELLMAN	2564 Waneta Drive Sarasota, Florida 34231

The initial directors shall hold office until their successors are elected and qualify as provided in the bylaws. Thereafter the term of office of each director shall be on an annual basis 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 directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than thirty (30) days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by affirmative vote of three fourths of the shareholders, 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 unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders 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 her.

**REGISTERED AGENT AND ACCEPTANCE**

The name of the registered agent and the street address of the registered office of the corporation, and the name and address of each incorporator of this corporation is as follows:

Registered Agent:

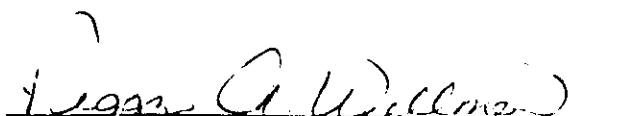
PEGGY A. WELLMAN

Registered Office:

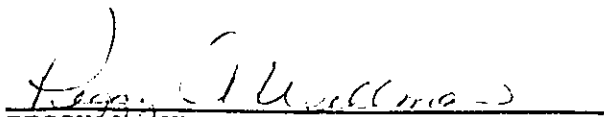
2564 Waneta Drive  
Sarasota, Florida 34231

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

  
\_\_\_\_\_  
PEGGY A. WELLMAN

IN WITNESS WHEREOF, I, the undersigned subscriber of this corporation, has executed these articles of incorporation at Sarasota, Florida, on the 6<sup>th</sup> day of December, 1996.

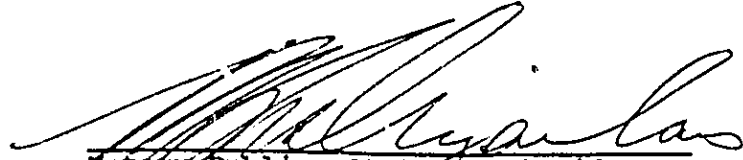
  
\_\_\_\_\_  
PEGGY A. WELLMAN, Incorporator

STATE OF FLORIDA  
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take

acknowledgments, personally appeared PEGGY A. WELLMAN, to me known to be the person described as incorporator in and who executed the foregoing Articles of Incorporation and acknowledged to me that she subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 6<sup>th</sup> day of December, 1996..

  
\_\_\_\_\_  
Notary Public, State of Florida

PERSONALLY KNOWN  [OR] ID PRODUCED \_\_\_\_\_  
TYPE OF ID PRODUCED \_\_\_\_\_



MARY LYNN DEJARLAIS  
My Commission CCB41823  
Expires Apr. 01, 2000