

P96000011846

PHILIP E. PERREY, P.A.  
5939 17th Avenue West  
Bradenton, Florida 34209  
January 25, 1996  
941-792-0516

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

100001705381  
-02/02/96--01070--015  
\*\*\*122.50 \*\*\*122.50

New Filing for PHILIP E. PERREY, P.A.

Dear Sir or Madam:

Enclosed are two original executed copies of the Articles of Incorporation for PHILIP E. PERREY, P.A., together with a check for the \$122.50 filing fee calculated as follows: Articles of Incorporation - \$35.00; Designation of and Acceptance by Registered Agent - \$35.00; and certified copy of Articles - \$52.50.

Please return the certified copy to the undersigned. Thank you for your usual courteous cooperation.

Sincerely,

*Philip E. Perrey*  
Philip E. Perrey

Enclosure

96 FEB -2 PM 1:46  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

GB 2/7/96

96 FEB -2 PH 1:46

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

### ARTICLES OF INCORPORATION

The undersigned, PHILIP E. PERREY, desires to become a body corporate and, as incorporator, does hereby make and file these Articles of Incorporation for a proposed professional service corporation pursuant to the laws of Florida, and to that end hereby declares and affirms:

#### ARTICLE I

The name of this professional service corporation shall be:  
PHILIP E. PERREY, P.A.

#### ARTICLE II

This professional service corporation shall exist perpetually unless sooner dissolved as authorized by law, and said corporation shall commence its existence on the date of subscription and acknowledgment of these Articles, as hereinafter set forth, if these Articles are filed with the Department of State within five (5) days exclusive of legal holidays, after such date. If these Articles are not so filed, this corporation shall commence existence upon the filing hereof with the Department of State.

#### ARTICLE III

This professional service corporation is organized under Chapter 621 of the Florida Statutes for the sole and specific purpose of rendering personal services to the public by one or more attorneys at law.

#### ARTICLE IV

The maximum number of shares of stock that this professional service corporation is authorized to have outstanding

at any one time is 1,000 shares of common stock with a par value of \$5.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors. The authorized shares of this corporation shall consist of one class of common stock only.

#### ARTICLE V

The holders of the common shares of this professional service corporation shall have pre-emptive rights to purchase any shares of the corporation hereafter issued or sold by the corporation, rateably according to their respective holdings, and such pre-emptive rights shall likewise extend to any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares. Any shares offered to shareholders under their pre-emptive rights, and not purchased shall again be offered to those shareholders who have exercised their pre-emptive rights, in proportion to their holdings. After one such reoffering, the corporation may sell any shares still unsold in any other manner permitted by these Articles. The price of any such shares or other instruments to which such pre-emptive rights are applicable shall be at the price such shares or other instruments are offered to others, which price may be in excess of par.

#### ARTICLE VI

The street address of the principal office of this professional service corporation, and the initial registered office of the corporation, is 5939 17th Avenue West, Bradenton, Florida.

The mailing address of the corporation is 5939 17th Avenue West, Bradenton, Florida 34209. The name of the initial registered agent of this professional service corporation at such address is PHILIP E. PERREY. The registered office and registered agent may be changed from time-to-time by the Board of Directors as authorized by law.

#### ARTICLE VII

The number of Directors constituting the initial Board of Directors shall be one. The Board of Directors shall consist of not less than one nor more than three members, and the number of members of the Board of Directors may be fixed from time-to-time by the By-Laws of the corporation, but until so fixed shall consist of one person. The name and address of the member of the initial Board of Directors is as follows:

PHILIP E. PERREY  
7806 4th Ave. W  
Bradenton, FL 34209

#### ARTICLE VIII

The name and address of the incorporator is as follows:

PHILIP E. PERREY  
7806 4th Ave. W  
Bradenton, FL 34209

IN WITNESS WHEREOF, the undersigned, being the original incorporator of this professional service corporation, does certify that he is of full age and competent to contract and that the Director named is of full age and a citizen of the United States of America. For the purpose of forming the proposed professional

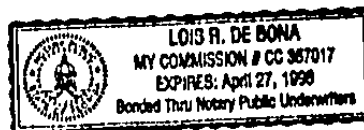
service corporation above-named to do business within the State of Florida, and in pursuance of the Florida Professional Service Corporation and Limited Liability Company Act, I do make and file these articles, hereby declaring and certifying that the matters above stated are true, and accordingly I have hereunto set my hand and seal this 25th day of January, 1996.

Philip E. Perrey (SEAL)  
PHILIP E. PERREY

STATE OF FLORIDA  
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 25th day of January, 1996, by PHILIP E. PERREY, who is personally known to me and who did not take an oath.

Lois R. DeBona  
Name: Lois R. DeBona  
Notary Public  
My Commission Expires: \_\_\_\_\_



ACCEPTANCE BY REGISTERED AGENT

I HEREBY CERTIFY that I am familiar with and accept the duties and responsibilities as registered agent for PHILIP E. PERREY, P.A., a Florida professional service corporation.

Philip E. Perrey  
Registered Agent

FILED  
96 FEB -2 PM 1:46  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

P96000011846

LAW OFFICES OF

PHILIP E. PERREY, P.A.  
SUITE 020  
1401 MANATEE AVENUE WEST  
P.O. BOX 551  
BRADENTON, FLORIDA 34208  
Phone: (941) 747-1871  
Fax: (941) 745-2888

Board Certified Real Estate Lawyer  
Certified Circuit Court Mediator

June 17, 1996

Florida Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32301

900001870499  
-06/21/96--01010--020  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

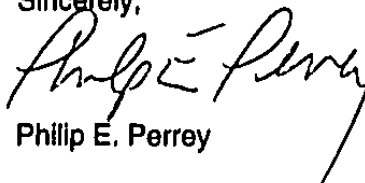
**Re: Hamrick & Perrey, P.A.**

Gentlemen:

Enclosed please find our firm check in the amount of \$87.50 covering the statutory fee of \$35.00 to amend the Articles of Incorporation for Philip E. Perrey, P.A., and to cover the certified copy fee of \$52.50. Please return the certified copy of these documents to me at your earliest convenience.

Thank you for your cooperation in this matter.

Sincerely,

  
Philip E. Perrey

PEP:mb  
Enclosures

CH 6/26  
NC

FILED  
96 JUN 20 PM 12:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT**  
**TO**  
**ARTICLES OF INCORPORATION**  
**OF**  
**PHILIP E. PERREY, P.A.**

FILED  
96 JUN 20 PM 12:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PURSUANT to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

- (1) The original name of the corporation is PHILIP E. PERREY, P.A.
- (2) The text of the amendment is as follows:

"Article I is hereby deleted in its entirety, and in lieu thereof shall read as follows:

**ARTICLE I**

The name of this professional service corporation shall be:

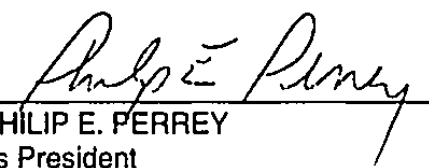
HAMRICK & PERREY, P.A."

- (3) The amendment does not provide for an exchange, reclassification or cancellation of issued shares.
- (4) The amendment was adopted on the 17<sup>th</sup> day of June, 1996.
- (5) The amendment was adopted by the board of directors and the sole shareholder of the corporation as required by the provisions of Section 607.1003, Florida Statutes.

DATED this 17<sup>th</sup> day of June, 1996.

PHILIP E. PERREY, P.A.

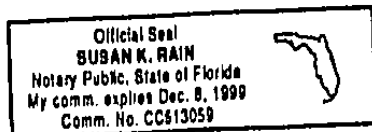
(SEAL)

BY:   
PHILIP E. PERREY  
Its President



STATE OF FLORIDA  
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 17<sup>th</sup> day of June, 1996 by PHILIP E. PERREY, President of PHILIP E. PERREY, P.A., a Florida Corporation, on behalf of the corporation. He is personally known to me or has produced a Florida driver's license as identification and did not take an oath.



Susan K. Rain  
Notary Public  
Print Name: Susan K. Rain  
My Commission Expires:

**WRITTEN STATEMENT OF AMENDMENT OF  
ARTICLES OF INCORPORATION  
OF**

**PHILIP E. PERREY, P.A.**

**a Florida Professional Service Corporation**

PURSUANT to Section 607.1003; Florida Statutes (1995), the undersigned, being the sole director and sole shareholder of PHILIP E. PERREY, P.A., a Florida Professional Service Corporation, hereby consents to, authorizes and adopts the following Amendment to the Articles of Incorporation:

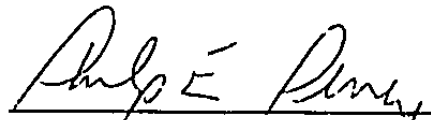
Article I is hereby deleted in its entirety, and in lieu thereof shall read as follows:

**ARTICLE I**

The name of this professional service corporation shall be:

HAMRICK & PERREY, P.A.

IN WITNESS WHEREOF, the undersigned, being the sole director and stockholder eligible to vote, has executed this Statement of Amendment this 17<sup>th</sup> day of June, 1996.

  
PHILIP E. PERREY, Director

  
PHILIP E. PERREY, Shareholder

# P96000011846

**ARTICLES OF MERGER  
Merger Sheet**

.....  
**MERGING:**

**HAMRICK & PERREY, P.A., a Florida corporation P96000011846**

**INTO**

**QUINLAN & SMITH, P.A. which changed its name to**

**HAMRICK, PERREY, QUINLAN & SMITH, P.A., a Florida corporation,  
P96000020614**

**File date: December 30, 1996, effective January 1, 1997**

**Corporate Specialist: Annette Hogan**