

P96000014925

STEPHEN C. Willis

Requestor's Name

2818-A Kilkierane Drive

Address

Tallahassee FL 32308 668-9850

City/State/Zip

Phone #

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96 FEB 16 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Stephen C. Willis, P.A.

(Corporation Name)

(Document #)

2. _____

(Corporation Name)

(Document #)

3. _____

(Corporation Name)

(Document #)

4. _____

(Corporation Name)

(Document #)

☒ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☒ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATION

BROWN FEB 16 1996

ARTICLES OF INCORPORATION

OF

STEPHEN C. WILLIS, P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a general corporation for profit under the laws of the State of Florida, to wit: The Professional Service Corporation Act, Chapter 621, Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME:

The name of the Corporation is **STEPHEN C. WILLIS, P.A.**
2818-A Kilkerlane Drive
Tallahassee, Florida 32308

ARTICLE II - COMMENCEMENT AND DURATION:

The corporation is to commence its corporate existence on the date of subscription and acknowledgment of these articles of incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III - PURPOSE AND NATURE OF BUSINESS:

The general nature of the business to be transacted by this corporation is:

To render professional legal services and do to any and all things incidental to the purpose for which this corporation is formed and which are not prohibited by the laws of the State of Florida.

To the extent that such activities are not prohibited under Chapters 607 and 621, Florida Statutes, or by any other laws of the State of Florida, this corporation shall be empowered as follows:

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida, or of any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

To become guarantor or surety for any other person, firm or corporation for any purpose or transaction not prohibited by Florida law.

To make gifts of its property or cash, either to charitable organizations or otherwise, when deemed in the best interest of the corporation.

To adopt such pension, profit sharing, stock bonus, stock option, and deferred compensation plans for officers, employees and directors, and to grant the same to officers, employees and directors and others as the directors may deem to be in the best interest of the corporation.

To enjoy and take action in accordance with all of the powers now or hereafter conferred upon corporations by the statutes and the laws of the State of Florida.

The enumeration of specific powers and purposes as identified herein is not intended to restrict or limit in any way the powers or purposes of this corporation as otherwise provided under Florida law.

ARTICLE IV - CAPITAL STOCK;

The maximum number of shares of stock which this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of One Dollar (\$1.00) par value common stock. Each outstanding share, regardless of class shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the shareholders.

ARTICLE V - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$500.00.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2818-A Kilkieane Drive, Tallahassee, Florida 32308, and the name of the initial registered agent of the corporation at that address is STEPHEN C. WILLIS.

ARTICLE VII - BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

Any and all of the powers and duties conferred to or imposed upon the board of directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The corporation shall have one director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the corporation but shall never be less than one. The name and address of the initial director of the corporation is:

STEPHEN C. WILLIS
2818-A Kilkierane Drive
Tallahassee, Florida 32308

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify and hold harmless any present or former officer, director or employee, or any person exercising the duties of an officer, director or employee at the request of the corporation, in connection with the defense of any action made or threatened to be made in connection with any suit or proceeding in which he or she is made a party by reason of being or having been a director, officer or employee, against expenses, attorneys' fees, judgments, fines and settlements unless resulting from a finding of gross negligence or willful and wanton misconduct in the performance of duty or malfeasance in office. Said indemnity shall include payment of criminal fines or penalties if said officer, director or employee or other person had no reasonable costs of settlement of such actions, suit, or proceeding. Determination of indemnification or reimbursement shall be made by a majority of a committee of the directors in the matter of controversy (whether or not a quorum), or by a majority vote of the shareholders of the corporation. Such rights of indemnification or reimbursement shall be made by a vote of the shareholders of the corporation. Such rights of indemnification or reimbursement shall not be deemed exclusive of any other rights to which any such director, officer, or employee may be entitled under any by-law, agreement, vote of shareholders, or otherwise.

ARTICLE IX - INCORPORATORS

The name and address of the Incorporator to these Articles of Incorporation is:

STEPHEN C. WILLIS
2818-A Kilkerlane
Tallahassee, Florida 32308

ARTICLE X - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended, or repealed by the board of directors.

ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these Articles of Incorporation this 16th day of February, 1996.


STEPHEN C. WILLIS

STATE OF FLORIDA
COUNTY OF LEON

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared STEPHEN C. WILLIS, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal in the county and state named above this 16th day of February, 1996.



SARAH M. BURT
MY COMMISSION # CC288472 EXPIRES
May 20, 1997
BONDED THROUGH TROY FARM INSURANCE, INC.

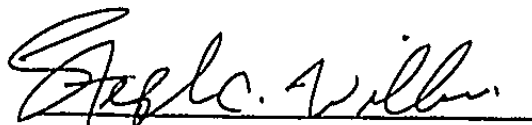
Sarah M. Burt

Notary Public
State of Florida at Large
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.

DATED this 16th day of February, 1996.


STEPHEN C. WILLIS
Registered Agent

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