

CORPORATE ACCESS, INC.
1116 D THOMASVILLE RD
TALLAHASSEE, FL 32303
(904) 222-2666

EFFECTIVE DATE
5/1/90

Address

City/State/Zip

iPhone 7

1.3.0010.00.01:001.2.00,
001.30.00, 001.31-001.3
00001.00.00 00001.00.00

Office Use Only

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

1. Powell, Carney + Hayes, P.N.
(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

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

REGISTRATION/ QUALIFICATION
Foreign
Limited Partnership
Reinstatement
Trademark
Other

FILED

09-06-2017

53
52
51

Examiner's Initials

EFFECTIVE DATE
5/1/96

ARTICLES OF INCORPORATION
OF
POWELL, CARNEY & HAYES, P.A.

FILED
25 MAR 30 PM 12
TALLAHASSEE, FLORIDA

The undersigned, a natural person competent to contract, and an attorney at law, duly licensed to render services as such under the laws of the State of Florida, hereby presents these Articles for the formation of a corporation under The Professional Service Corporation Act, Chapter 621 of the Florida Statutes, and other laws of the State of Florida.

ARTICLE I
Name and Address

The name of the professional service corporation is POWELL, CARNEY & HAYES, P.A., hereinafter referred to as the Association, and its mailing address is Barnett Tower, Suite 1210, One Progress Plaza, St. Petersburg, Florida 33701.

ARTICLE II
Duration

The Association shall have perpetual existence. Corporate existence shall commence on May 1, 1996, the date of execution and acknowledgment of these Articles of Incorporation, provided that these Articles of Incorporation are filed with the State of Florida Department of State within five (5) business days of such date. Otherwise, corporate existence shall commence on the date of filing of these Articles of Incorporation.

ARTICLE III
Purpose

The general nature of the business to be transacted and the purposes for which the Association is organized are:

- (a) To engage in every phase and aspect of the practice of law.
- (b) To invest the funds of the Association in real estate, mortgages, stocks, bonds or any other type of investment, and to own real and personal property necessary for the rendering of professional services.

(c) To do everything necessary and proper for the accomplishment of any of the purposes or attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary, or incidental to the protection and benefit of the Association and in general, either alone or in association with any other professional service corporations or corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes, or attainment of the objects or the furtherance of such purposes or objects of the Association.

(d) To engage in any activity or business permitted under the laws of the United States and of the State of Florida.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of the Association; and it is expressly provided hereby that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of the Association otherwise permitted by law.

ARTICLE IV **Capital Stock**

The capital stock of the Association shall be 1,000 shares of common stock having a par value of \$1.00 per share.

All of said stock shall be payable in cash, or property other than stock or securities, in lieu of cash, at a just valuation to be determined by the Board of Directors of the Association.

None of the shares of the Association may be issued to anyone other than an individual duly licensed to practice law in the State of Florida.

ARTICLE V **Voting Trusts**

No shareholder of the Association 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 his shares.

ARTICLE VI **Voting for Directors**

The Board of Directors shall be elected by the shareholders of the Association at such times and in such manner as provided by the Bylaws of the Association.

ARTICLE VII
Restraint on Alienation of Shares

1. The shareholders of the Association shall have the power to include in the Bylaws any regulatory or restrictive provisions adopted by a two-thirds majority of the shareholders of the Association regarding the proposed sale, transfer or other disposition of any outstanding stock of the Association by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions and details thereof, shall be determined by the shareholders of the Association. Every certificate representing shares which are so restricted shall state that such shares are restricted as to transfer and shall set forth or fairly summarize upon the certificate, or shall state that the Association will furnish to any shareholder upon request and without charge a full statement of, such restrictions.

2. No shareholder of the Association may sell or transfer his stock therein except to another individual who is eligible to be a shareholder of the Association, and such sale or transfer may be made only after the same shall have been approved at a shareholders' meeting, specially called for such purpose.

ARTICLE VIII
Disqualification of Shareholder

If any shareholder becomes legally disqualified to practice law in the State of Florida or is elected to a public office or accepts employment that places restrictions or limitations upon his continued rendering of such professional services, he shall forthwith sever all employment with, and financial interests in, the Association.

ARTICLE IX
Initial Registered Office and Agent

The street address of the initial registered office of this Association and the name of the initial registered agent of the Association located at that address is:

Name	Address
James N. Powell	Barnett Tower, Suite 1210 One Progress Plaza St. Petersburg, FL 33701

ARTICLE X
Incorporator

The name and street address of the person signing these Articles of Incorporation as incorporator, who is an attorney, duly licensed under the laws of the State of Florida to render services as such, are as follows:

Name	Address
James N. Powell	Barnett Tower, Suite 1210 One Progress Plaza St. Petersburg, FL 33701

ARTICLE XI
Directors

The business of the Association shall be managed by its Board of Directors. The number of directors shall be as provided in the Bylaws of the Association but shall never be less than one (1). Except as limited by these Articles of Incorporation or the Bylaws of the Association, the directors shall have all powers granted to them by the Florida Professional Service Corporation Act, or as it is thereafter amended.

ARTICLE XII
Initial Board of Directors

The initial Board of Directors of the Association shall consist of three (3) directors. The names and addresses of the first Board of Directors are:

Name	Address
James N. Powell	Barnett Tower, Suite 1210 One Progress Plaza St. Petersburg, FL 33701
Mary Jo Carney	Barnett Tower, Suite 1210 One Progress Plaza St. Petersburg, FL 33701

George L. Hayes, III

Barnett Tower, Suite 1210
One Progress Plaza
St. Petersburg, FL 33701

ARTICLE XIII
Indemnification

The Association shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIV
Bylaws

The power to adopt, alter, amend or repeal Bylaws of the Association shall be vested in the Board of Directors and the shareholders. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group except that any Bylaw adopted by the shareholders may provide that it can only be altered, amended or repealed by the shareholders.

ARTICLE XV
Amendment

The power to amend or repeal the Articles of Incorporation may be exercised in the manner provided by the Florida General Corporation Act as follows:

(a) A resolution of the Board of Directors setting forth the proposed change may be submitted to the shareholders at a shareholders' meeting, if notice of the changes to be made is given; and shall be adopted on receiving the affirmative vote of the holders of a majority of the shares entitled to vote thereon;

(b) All the directors and all the shareholders of the Association eligible to vote may sign a written statement manifesting their intention that the change shall thereby be adopted;

(c) The shareholders may amend or repeal these Articles of Incorporation without an act of the directors at a meeting for which notice of the changes to be made is given; or

(d) If no shares have been issued, these Articles of Incorporation may be amended or repealed by the affirmative vote of the majority of the directors.

IN WITNESS WHEREOF, the undersigned executed these Articles of Incorporation this 29th day of April, 1996.

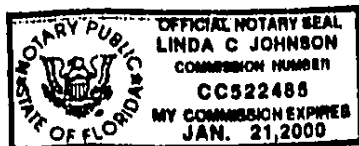
James N. Powell
James N. Powell

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 29th day of April, 1996 by JAMES N. POWELL, who ☒ is personally known to me or ☐ has produced as identification and who ☐ did ☐ did not take an oath.

My Commission Expires:

Linda C. Johnson
Linda C. Johnson, Notary Public (SEAL)



ACCEPTANCE

I hereby accept to act as Initial Registered Agent for POWELL, CARNEY & HAYES, P.A., as stated in these Articles of Incorporation.

James N. Powell
James N. Powell

FILED 6
96 APR 30 PM 12:42
CLERK OF STATE
TALLAHASSEE, FLORIDA

POWELL, CARNEY, HAYES & SILVERSTEIN, P.A.

MARY JO CARNEY
ALAN M. GROSS
GEORGE L. HAYES, III
JOHN CURTIS HUCKE
S. L. MOORE
STANLEY O. OLSON
JAMES N. POWELL
DONALD S. SILVERSTEIN
MURRAY B. SILVERSTEIN

ATTORNEYS AT LAW
BARNETT TOWER
ONE PROGRESS PLAZA, SUITE 1210
ST. PETERSBURG, FLORIDA 33701
MAILING ADDRESS
POST OFFICE BOX 1088
ST. PETERSBURG, FLORIDA 33711-1088

TELEPHONE:
(813) 898-8011

FACSIMILE:
(813) 898-8014

P96000037170

June 5, 1996

Florida Department of State
DIVISION OF CORPORATIONS
Post Office Box 6327
Tallahassee, Florida 32314

400001857804
-06/11/96--01074--013
*****35.00 *****35.00

Re: Powell, Carney & Hayes, P.A.

TO WHOM IT MAY CONCERN:

Enclosed are duplicate original Articles of Amendment to Articles of Incorporation for the above referenced professional association. Also enclosed is a check to cover filing fees in the amount of \$35.00.

If the Articles of Amendment are in order, would you please stamp a duplicate original and cause that copy to be returned to the attention of the undersigned.

Thank you for your assistance and cooperation.

Very truly yours,

POWELL, CARNEY, HAYES & SILVERSTEIN, P.A.

James N. Powell
James N. Powell

JNP/lj
Enclosures: a/s
C:\WP51\PC\CDR\PCCL041(1)

APPROVED
AND
FILED
JUN 10 1996
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OK
P96000037170
NC
6-10-96

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
POWELL, CARNEY & HAYES, P.A.**

Pursuant to Chapter 607 of the Florida Statutes, the undersigned, hereinafter referred to as the Professional Association, adopts the following Articles of Amendment to its Articles of Incorporation.

ARTICLE I

The current name of the Professional Association is POWELL, CARNEY & HAYES, P.A.

ARTICLE II

The following amendment to ARTICLE I of the Articles of Incorporation was adopted by the Professional Association as follows:

"ARTICLE I

**"The name of the Professional Association shall be
POWELL, CARNEY, HAYES & SILVERSTEIN, P.A."**

ARTICLE III

The foregoing amendment was adopted by the Board of Directors of the Professional Association and by all of the Stockholders of the Corporation in an Action By Written Consent In Lieu Of A Special Meeting by the Directors and Shareholders dated the 3rd day of June, 1996, with an effective date of June 1, 1996.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 JUN 10 4:11:30

APPROVED
AND
FILED

IN WITNESS WHEREOF, the undersigned as directors and shareholders of the Professional Association have executed these Articles of Amendment this 3rd day of June, 1996, with an effective date of June 1, 1996.


James N. Powell
Director and Shareholder

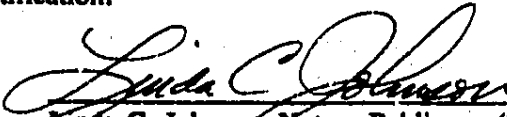

Mary Jo Carney
Director and Shareholder

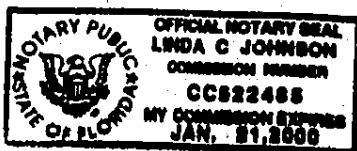

George L. Hayes, III
Director and Shareholder

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 3rd day of June, 1996, by JAMES N. POWELL, who ☒ is personally known to me or ☐ has produced _____ as identification.

My Commission Expires:

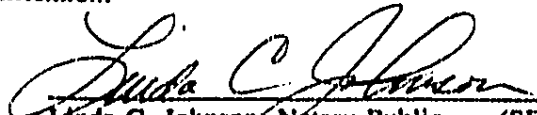

Linda C. Johnson, Notary Public (SEAL)



STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 3rd day of June, 1996, by MARY JO CARNEY, who ☒ is personally known to me or ☐ has produced _____ as identification.

My Commission Expires:



Linda C. Johnson, Notary Public (SEAL)



STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 3rd day of June, 1996, by GEORGE L. HAYES, III, who ☒ is personally known to me or ☐ has produced _____ as identification.

My Commission Expires:


Linda C. Johnson, Notary Public (SEAL)

