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TRANSMITTAL LETTER

FILED  
96 JUL 22 PM 12:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

SUBJECT: Marcella C. Gridley, P.A.

400001801354  
-07/23/96--01036--012  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for:

\_\_\_\_\_ \$70.00  
Filing fee

XX \$78.75  
Filing fee &  
Certificate

\_\_\_\_\_ \$122.50  
Filing fee &  
Certified copy

\_\_\_\_\_ \$131.25  
Filing fee,  
Certified copy  
& Certificate

**\*\*ADDITIONAL COPY REQUIRED\*\***

FROM: Law Offices of Marcella C. Gridley  
1968 Bayshore Boulevard  
Dunedin, FL 34698  
(813) 733-2701

April (Secretary) GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Purpose  
DATE 7-25-96  
DOC. EXAM KH

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

7-25-96

**ARTICLES OF INCORPORATION  
OF  
MARCELLA C. GRIDLEY, P.A.**

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SECRET  
TALLAHASSEE, FLORIDA

We, the undersigned, hereby make the within Articles of Incorporation for the purposes of becoming incorporated and being a corporation under and by virtue of the laws of the State of Florida under the following proposed charter:

**ARTICLE I - NAME/ADDRESS**

The name of the corporation shall be MARCELLA C. GRIDLEY, P.A. and its business shall be carried on in the State of Florida and such other states and countries as may be agreed upon, and its principal place of business and mailing address shall be 1968 Bayshore Boulevard, Dunedin, Florida 34698 or such other place as from time to time is designated.

**ARTICLE II - PURPOSE**

The purpose of this corporation is to transact any or all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes. Practice of Law.

**ARTICLE III - CAPITAL STOCK**

The total number of shares that may be issued by the corporation is 1,000 shares of common stock with a par value of \$1.00 per share, which stock may be issued in fractional shares and may be in whole or in part cancelled and reissued at any time in compliance with the By-laws of this corporation. Said stock shall be paid for in such a manner as the Board of Directors may provide and approve, whether in cash, services or property.

**ARTICLE IV - DURATION**

This corporation shall have perpetual existence unless sooner terminated by operation

of law or voluntary dissolution in the manner prescribed by law.

#### **ARTICLE V - OFFICERS AND DIRECTORS**

The business and affairs of this corporation shall be conducted and managed by a Board of Directors of not less than one (1) directors, and the Board of Directors shall be elected annually by the stockholders of the corporation at such time and place as may be fixed by the By-laws or by resolution of the Board of Directors, and who shall be elected and qualified. The names and addresses of the initial officers and directors who are to serve until the first annual meeting of the stockholders are as follows:

MARCELLA C. GRIDLEY  
1968 Bayshore Boulevard  
Dunedin, FL 34698

President/Secretary/Treasurer/Director

#### **ARTICLE VI - INCORPORATORS**

The names and addresses of the incorporators to these Articles and the number of shares of common stock which they agree to take are as follows:

##### **Names and Address**

##### **Number of Shares**

MARCELLA C. GRIDLEY  
1968 Bayshore Boulevard  
Dunedin, FL 34698

100

#### **ARTICLE VII - BY-LAWS**

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and shareholders.

#### **ARTICLE VIII - POWERS**

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act as now pending or hereafter enacted.

**ARTICLE IX - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE X - INITIAL REGISTERED AGENT**

The initial registered agent of the corporation and her address shall be follows:  
MARCELLA C. GRIDLEY, Esquire, 1968 Bayshore Boulevard, Dunedin, Florida 34698.

IN WITNESS WHEREOF, we have hereunto subscribed our hands and seals to these Articles of Incorporation this 19 day July, 1996.

Signed, sealed and delivered  
in the presence of:

April Vandecap  
Witness

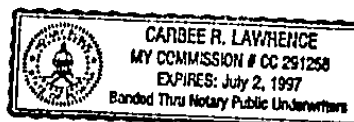
Marcella Gridley (SEAL)  
MARCELLA C. GRIDLEY  
Incorporator

Carey Pelland  
Witness

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 19 day of July, 1996 by  
MARCELLA C. GRIDLEY, who are personally known to me or who have produced \_\_\_\_\_  
as identification.

Carbee R. Lawrence  
NOTARY PUBLIC CARBEE R. LAWRENCE



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE  
SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING  
IS SUBMITTED:

THAT MARCELLA C. GRIDLEY, P.A., DESIRING TO ORGANIZE OR QUALIFY  
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF  
BUSINESS IN THE CITY OF DUNEDIN, STATE OF FLORIDA, HAS NAMED MARCELLA  
C. GRIDLEY, LOCATED AT 1968 BAYSHORE BOULEVARD, CITY OF DUNEDIN, STATE  
OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

Marcella C. Gridley  
MARCELLA C. GRIDLEY, President

TITLE

DATE

7/19/96

HAVING BEEN NAMED TO ACCEPT THE SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

Marcella C. Gridley  
MARCELLA C. GRIDLEY, ESQUIRE

DATE

7/19/96