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City/Stat \_\_\_\_\_



P.O. Box 3451  
Homosassa Springs, FL 34447

Office Use Only

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

- 1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
- 2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #) 110001928531  
08/21/96--01067--0018  
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- 3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
- 4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

- Walk in
- Pick up time \_\_\_\_\_
- Mail out
- Will wait
- Photocopy
- Certified Copy
- Certificate of Status

EFFECTIVE DATE  
8-19-96

NEW FILINGS	
<input 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

FILED  
96 AUG 21 AM 8:37  
TALLAHASSEE, FLORIDA

AL AUG 23 1996

Examiner's Initials

ARTICLES OF INCORPORATION

OF

Barbara L. Kerner, P.A.

96 AUG 21 AM 8:37

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

Article I

EXECUTIVE DATE  
8-14-96

Name

Section 1.1 Name. The name of the corporation is Barbara L. Kerner, P.A., with its principal office address Vermosassa Springs, FL 34447 being PO Box 3451.

Article II

Duration

Section 2.1 Duration. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

Article III

Purposes

Section 3.1 Purposes. This corporation is organized for the purpose of rendering real estate sales and management services by licensed real estate salespersons/brokers, or for any other lawful purpose, under the provisions of the Professional Services Corporation Act, Chapter 607, Florida Statutes. Nothing contained herein, however, shall be interpreted to prohibit the corporation from investing it's funds in real estate, mortgages, stocks, bonds, or any other type of investment, or from owning real or personal property necessary for the rendering of professional services.

Article IV

Section 4.1 Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value.

Section 4.2. Restrictions on Transfer of Stock. This corporation is not authorized to issue any of its capital stock to anyone other than an individual who is duly licensed or otherwise legally authorized under the laws of the State of Florida to render professional services in the form of real estate sales and management services. No shareholder of this corporation may sell or transfer any shares of capital stock of this corporation except to another individual who is duly licensed under the laws of the State of Florida to practice real estate sales and related services. If any officer, shareholder, agent or employee of the corporation becomes legally disqualified under the laws of the State of Florida to render professional services in the form of real estate sales and related services, such person shall be required to sever all employment with, and financial interest in, this corporation.

Section 4.3. Approval of Shareholders Required for Merger. The approval of a majority of the shareholders of this corporation to any plan of merger or consolidation shall be required in every case, whether or not such approval is required by law.

Section 4.4. Preemptive Rights. Shareholders shall have no preemptive rights.

Section 4.5. Cumulative Voting. Cumulative voting shall not be permitted.

#### Article V

##### Initial Directors

Section 5.1. Number. This corporation shall have one (1) director initially. The number of directors may be increased from time to time by the bylaws, but shall never be less than one.

Section 5.2. Initial Directors. The name and street address of the members of the first board of directors of the corporation are:

Barbara L. Kolner PO Box 3451  
Womasassa Springs, FL 34447

#### Article VI

##### Compensation

Section 6.1. Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefrom in any form.



AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Florida Statute SS 48.091, 607.034 the following is submitted:

Barbara L. Keener, P.A., desiring to organize or qualify under the laws of the State of Florida hereby designates Barbara L. Keener as its registered agent to accept service of process within the State of Florida. The address of its registered office shall be 4990 S. SWCOAST BLVD HOMOSASSA, FL 34446

Barbara L. Keener

Dated: 8-19-96

Having been named to accept 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.

Barbara L. Keener

Dated: 8-19-96

FILED  
96 AUG 21 AM 8:37  
SUNSHINE STATE  
HALL COUNTY CLERK'S OFFICE