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LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 153239 7118749

AUTHORIZATION :

*Patricia Pizito*

COST LIMIT : \$ 122.50

ORDER DATE : November 13, 1996

ORDER TIME : 10:23 AM

ORDER NO. : 153239-005

CUSTOMER NO: 7118749

CUSTOMER: David E. Bryant, Esq  
DAVID E. BRYANT

215 Airport Road South

Naples, FL 34104

DOMESTIC FILING

NAME: DAVID E. BRYANT, CHARTERED

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

*KR*  
*11-13-96*

95 NOV 13 PM 3:00  
FILED

3000002002943--2

**ARTICLES OF INCORPORATION**

**OF**

**DAVID E. BRYANT, CHARTERED**

**A PROFESSIONAL CORPORATION**

FILED  
95 NOV 13 01 3:00  
1995  
TAMPA, FLORIDA

The undersigned, duly licensed to practice law in the State of Florida, desiring to form a professional corporation in accordance with Chapter 607 of the Florida Statutes and the Florida Professional Service Corporation Act, adopt the following Articles of Incorporation.

**ARTICLE I**

**Name**

The name of the Corporation is:

DAVID E. BRYANT, CHARTERED

**ARTICLE II**

**Duration**

The duration of the Corporation shall be perpetual.

**ARTICLE III**

**Purposes**

The purposes for which the corporation is organized are to engage in any lawful activity within the purposes for which a Corporation may be organized under the Professional Service Corporation Act, Chapter 621 of the Florida Statutes, and, in particular, the practice of law.

**ARTICLE IV**

**Capital Stock**

The aggregate number of shares which the Corporation shall have the authority to issue is One Thousand (1,000) shares, consisting of one class only, designated as "Common Stock," of the par value of One and no/100 (\$1.00) Dollar per share.

ARTICLE V  
Management

The affairs of the Corporation shall be managed by the Shareholders and shall not have a Board of Directors.

ARTICLE VI  
Incorporators

The name and post office address of the incorporator is:

Name	Address
David E. Bryant	215 Airport Road South Naples, Florida 34104

ARTICLE VII  
Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series of that which he already holds, shall have the right to purchase his pro rata share, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

ARTICLE VIII  
Special Provision

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE IX  
Election of Subchapter S

This corporation may elect subchapter S for taxation purposes upon consent of the shareholders.

ARTICLE X  
Right to Purchase Own Shares

The Corporation shall have the right to acquire its own shares from time to time, upon such terms and conditions as the Shareholders shall fix.

ARTICLE XI  
Principal Office and Mailing Address

The address of the principal office of the Corporation is 215 Airport Road South, Naples, Florida 34104, and the mailing address of the Corporation is the same.

ARTICLE XII  
Registered Office and Agent

The address of the registered office of the Corporation is 215 Airport South, Naples, Florida 34104, and the name of the registered agent at such address is David E. Bryant.

ARTICLE XIII  
Amendment of Articles

The corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by statute. Any change authorized by the holders of shares entitling them to exercise a majority of the voting power of the statute, shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder.

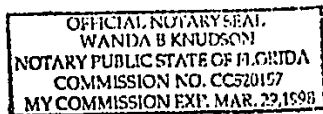
IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 12<sup>th</sup>  
day of November, 1996.

  
\_\_\_\_\_  
DAVID E. BRYANT, Incorporator

STATE OF FLORIDA  
COUNTY OF COLLIER

On the 12<sup>th</sup> day of November, 1996, before me the undersigned officer, personally appeared **DAVID E. BRYANT**, (X) known to me to be the person, ~~or~~ ~~( ) who has produced~~ ~~as identification~~, whose name is subscribed to this document and acknowledged that he executed this Articles of Incorporation for the purposes contained within it.

IN WITNESS WHEREOF, I sign here and set my official seal.



Wanda B. Knudson  
Notary Public, State of Florida

WANDA B. KNUDSON  
(Print Name of Notary Public)

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.

CEB  
DAVID E. BRYANT, ESQUIRE

incorporation/art-of-inc

FILED  
96 NOV 13 PM 3:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA