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NEW FILINGS Profit NonProfit Limited Liability Domestication	AMENDMENTS  Amendment  Resignation of R.A., Officer/ D  Change of Registered Agent  Dissolution/Withdrawal		543	
Annual Report	Merger  REGISTRATION/ QUALIFICATION  Foreign		678- Bol [	Dr. 01
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#### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 10, 1996

WILLIAM L KILPATRICK 1862 S CRYSTAL LAKE DR LAKELAND, FL 33801

SUBJECT: WILLIAM L. KILPATRICK, P.A. Ref. Number: W96000025894

We have received your document for WILLIAM L. KILPATRICK, P.A. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$35.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

## ARTICLES OF INCORPORATION FOR WILLIAM L. KILPATRICK, P.A.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

#### ARTICLE I. NAME OF CORPORATION

The name of the Corporation is: William L. Kilpatrick, P.A.

# ARTICLE II. INITIAL PRINCIPLE OFFICE/ MAILING ADDRESS OF CORPORATION

The Street Address of the Initial Principle Office, which is also the mailing address of the Corporation, is: 1862 S. Crystal Lake Dr., Lakeland, Florida, 33801.

#### ARTICLE III. CORPORATE SHARES

The number of shares the Corporation is authorized to issue is ONE HUNDRED (100).

### ARTICLE IV. INITIAL REGISTERED OFFICE/AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent are as follows:

Initial Registered Office: 1862 S. Crystal Lake Dr., Lakeland, FL 33801

Initial Registered Agent: Sherri Denise Kilpatrick 96 DEC 13 PH 3: 01

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#### ARTICLE VI. ACCEPTANCE BY REGISTERED AGENT

I, Sherri Denise Kilpatrick, hereby state that I am familiar with, and accept, the obligations of registered agent for William L. Kilpatrick, P.A., indicating said acceptance by my signature below:

Sherri Denise Kilpatrick, as

Registered Agent for

William L. Kilpatrick, P.A.

#### ARTICLE VII. INCORPORATOR

The name and address of the incorporator is:

William L. Kilpatrick, 2503 Exchange Ave., Lakeland, FL 33801.

#### ARTICLE VIII. INITIAL DIRECTOR

The name and address of the Initial Director is:

William L. Kilpatrick, 2503 Exchange Ave., Lakeland, FL 33801.

#### ARTICLE IX. PURPOSE OF CORPORATION

The purpose of the Corporation is to provide legal services, and to otherwise carry such activities as constitute the practice of law.

#### ARTICLE X. CORPORATE BYLAWS

Any additional provisions managing the business and regulating the affairs of the Corporation shall be provided for in the Bylaws of the Corporation, including provisions defining, limiting, and regulating the powers of the Corporation and its board of directors and shareholders, provisions stating the par value, if any, for the

Articles of Incorporation, William L. Kilpatrick, P.A. Page 2.

authorized shares or classes of shares, provisions imposing personal liability on the shareholders for the debts of the corporation, or any other provision permitted under Florida law.

#### ARTICLE XI. CORPORATE POWERS

The Corporation shall have perpetual duration and succession in its corporate name and shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, as provided by § 607,0302, Fla. Stat. Said power shall include, but not be limited to the following powers:

To sue and be sued, complain, and defend in its corporate name; to have a corporate seal, which may be altered at will and to use it or a facsimile of it, by impressing or affixing it or in any other manner reproducing it; to purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property or any legal or equitable interest in property wherever located; to sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and otherwise dispose of all or any part of its property; to lend money to, and use its credit to assist, its officers and employees in accordance with § 607.0833, Fla. Stat.; to purchase, receive, subscribe for, or otherwise acquire; own, hold, vote, use, sell, mortgage, lend, pledge, or otherwise dispose of; and deal in and with shares or other interests in, or obligations of, any other entity; to make contracts and guarantees, incur liabilities. borrow money, issue its notes, bonds, and other obligations (which may be convertible into or include the option to purchase other securities of the corporation), and secured any of its obligations by mortgage or pledge of any of its property, franchises, and income and make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the contracting corporation; a corporation which owns, directly or indirectly, a majority of the outstanding stock of the contracting corporation; or a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by a corporation which owns, directly or indirectly, the majority of the outstanding stock of the contracting corporation, which contracts of guaranty and suretyship shall be deemed to be

Articles of Incorporation, William L. Kilpatrick, P.A. Page 3.

necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation, and make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation; to lend money, invest and reinvest its funds, and receive and hold real and personal property as security repayment; to conduct its business, locate offices, and exercise the powers granted by Plorida law within or without the State of Florida; to elect directors and appoint officers, employees, and agents of the corporation and define their duties, fix their compensation, and lend them money and credit; to make and amend bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for managing the business and regulating the affairs of the corporation; to make donations for the public welfare or for charitable, scientific, or educational purposes; to transact any lawful business that will aid governmental policy; to make payments or donations or do any other act not inconsistent with law that furthers the business and affairs of the corporation; to pay pensions and establish pension plans, pension trusts, profit-sharing plans, share bonus plans, share option plans, and benefit or incentive plans for any or all of its current or former directors, officers, employees, and agents and for any or all of the current or former directors, officers, employees, and agents of its subsidiaries; to provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his or her death shares of its stock owned by the shareholder or by the spouse or children of the shareholder; and to be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other entity.

The undersigned incorporator has executed these Articles of Incorporation this 4th day of November, 1996.

William L. Kilpatrick, II

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