

P97000011662

TRANSMITTAL LETTER

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

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-01/31/97--01081--002  
\*\*\*\*131.25 \*\*\*\*131.25

SUBJECT: STEVEN D. ASHER, P.A.  
(Proposed corporate name - must include suffix)

EFFECTIVE DATE

2-1-97

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

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate

\$122.50  
Filing Fee  
& Certified Copy

\$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

~~10/11/97 2510~~

FROM: STEVEN D. ASHER  
Name (Printed or typed)

2101 EAST CONCORD STREET  
Address

ORLANDO, FL 32803  
City, State & Zip

407-425-4561  
Daytime Telephone number

Dms  
2/4/97

FILED  
97 JAN 31 PM 1:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**STEVEN D. ASHER, P.A.**

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**FILED**  
97 JAN 31 PM 1:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

**NAME**

The name of the corporation is **STEVEN D. ASHER, P.A.**

**ARTICLE II**

**EFFECTIVE DATE**

The date of the commencement of the corporate existence shall be February 1, 1997.

**EFFECTIVE DATE**  
2-1-97

**ARTICLE III**

**PRINCIPAL OFFICE**

The address for the principal office of the corporation is 2101 East Concord Street, Orlando, FL 32803.

**ARTICLE IV**

**PURPOSE**

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida. For the purpose of conducting Real Estate transactions, as a licensed Real Estate Salesperson.

## **ARTICLE V**

### **SHARES**

The corporation is authorized to issue 10,000 shares of ONE DOLLAR (\$1.00) par value common stock.

## **ARTICLE VI**

### **PRE-EMPTIVE RIGHTS**

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

## **ARTICLE VII**

### **INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name of the initial registered agent of this corporation is **STEVEN D. ASHER**, whose address is 2101 East Concord Street, Orlando, FL 32803.

**ARTICLE VIII**

**INCORPORATOR(S)**

The name and address of the person signing these articles is:

**NAME:**

**ADDRESS:**

**STEVEN D. ASHER**

2101 East Concord Street  
Orlando, FL 32803

**ARTICLE IX**

**INITIAL BOARD OF DIRECTORS**

The initial board of directors shall consist of one director. The name and address of the initial director of the corporation is.

**NAME:**

**ADDRESS:**

**STEVEN D. ASHER**

2101 East Concord Street  
Orlando, FL 32803

**ARTICLE X**

**LIMITATION OF LIABILITY**

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

**ARTICLE XI**  
**SPECIAL PROVISIONS**

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 may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

**ARTICLE XII**  
**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.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30<sup>th</sup> day of January, 1997

  
\_\_\_\_\_  
**STEVEN D. ASHER**

**FILED**  
97 JAN 31 PM 1:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is STEVEN D. ASHER, P.A.

2. The name and address of the registered agent and office is:

STEVEN D. ASHER

(NAME)

2101 EAST CONCORD STREET

(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

ORLANDO, FL 32803

(CITY/STATE/ZIP)

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Steven D. Asher  
(SIGNATURE)

1/30/97  
(DATE)