

P97000029266

OVERSTREET RITCH & THACKER

ATTORNEYS AT LAW  
100 CHURCH STREET  
P.O. BOX 420760  
KISSIMMEE, FLORIDA  
34742-0760

MURRAY OVERSTREET  
JOHN B. RITCH  
JO O. THACKER

EFFECTIVE DATE

4-1-97

TELEPHONE  
(407) 847-5151  
FACSIMILE  
(407) 847-3353

March 25, 1997

Department of State  
Corporate Records Bureau  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32310

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-03/28/97--01067--021  
\*\*\*122.50 \*\*\*122.50

Re: Overstreet Ritch & Thacker, P.A.  
Our File No. 97-112-0169.6

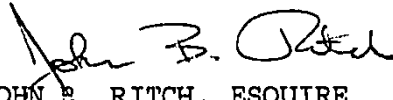
Dear Sirs:

Enclosed herewith are the Articles of Incorporation for the above corporation in duplicate together with the Designation of Place of Business and Resident Agent form for filing.

Our check for \$122.50 covering the filing fee is enclosed.

Please forward a certified copy to me if everything is in order.

Sincerely,

  
JOHN B. RITCH, ESQUIRE

JBR/pc  
Encs.

FILED  
97 MAR 28 AM 11:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

nc 4/1/97

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97 MAR 28 AM 11:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
OVERSTREET RITCH & THACKER, P.A.

The undersigned subscribers to these Articles of professional service corporation, being natural persons competent to contract and admitted to practice as attorneys under the laws of the State of Florida, do hereby form a professional service corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is Overstreet Ritch & Thacker, P.A.

ARTICLE II. NATURE OF BUSINESS

The nature of the business to be transacted by this professional service corporation is to render professional legal services to the general public and to do all things in connection therewith that are customarily done by licensed attorneys under the laws of the State of Florida, and in accordance with "The Professional Service Corporation and Limited Liability Company Act" of Florida, (Florida Statutes Chapter 621), to invest its funds in real estate, mortgages, stocks, bonds or other type of investments, and may own real or personal property necessary for the rendering of professional services. The business of the corporation shall be limited to the foregoing activities and no others.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares of capital stock having a nominal par value of \$1.00 per share.

**ARTICLE IV. INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is Five Hundred and 00/100 (\$500.00) Dollars.

**ARTICLE V. BEGINNING OF CORPORATE EXISTENCE**

The date on which corporate existence of this corporation shall begin shall be April 1, 1997.

**ARTICLE VI. TERM OF EXISTENCE**

This corporation will exist perpetually.

**ARTICLE VII. ADDRESS**

The initial street address and mailing address of the principal office of this corporation in the State of Florida is 100 Church Street, Kissimmee, Florida 34741. The Board of Directors may from time to time move the principal office to any other address in Florida.

**ARTICLE VIII. DIRECTORS**

This corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by-laws adopted by the stockholders.

**ARTICLE IX. INITIAL DIRECTORS**

The name and street address of such members of the first board of directors, who, unless otherwise provided by these Articles or the by-laws, shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Street Address</u>
Murray W. Overstreet, Jr.	1655 Neptune Road Kissimmee, Florida 34744
John B. Ritch	925 Dolphin Avenue Kissimmee, Florida 34744

Jo O. Thacker

23 Adams Avenue  
Kissimmee, Florida 34744

ARTICLE X. SUBSCRIBERS

The subscribers to these Articles of Incorporation are also the initial directors whose names and street addresses appear in Article IX above.

ARTICLE XI. REGISTERED OFFICE

The registered office of this corporation shall be 100 Church Street, Kissimmee, Florida 34741. The registered agent of this corporation shall be John B. Ritch, whose business office is 100 Church Street, Kissimmee, Florida 34741.

ARTICLE XII. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XIII. CONTRACTS

No contracts or other transactions between this corporation and any other corporation shall be affected by the fact that any director of this corporation is interested in, or is a director or officer of, such other corporation, and any director, individually or jointly, may be a party to, or may be interested in, any contract or transaction of this corporation or in which this corporation is interested; and no contract, or other transaction of this corporation with any person, firm or corporation, shall be

affected by the fact that any director of this corporation is a party in any way connected with such person, firm or corporation, and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from contracting with this corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested.

ARTICLE XIV. LIMITATIONS ON CORPORATION STOCK

1. No one other than an individual who is duly licensed as an attorney under the laws of the State of Florida may own any capital stock in this corporation, nor may any capital stockholder enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

2. If any officer, shareholder, agent or employee of this corporation who has been rendering professional services to the public becomes legally disqualified to render such services within the State of Florida, or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continued rendering of such professional services, he shall sever all employment with and financial interest in this corporation.

3. No capital shareholder of this corporation may sell or transfer his stock in this corporation except to another individual who is eligible to be a shareholder of the corporation, and such sale or transfer may be made only after the same shall have been approved at a stockholders meeting specifically called for that purpose by not less than a majority of the outstanding capital stock at such shareholders meeting, exclusive of the stock proposed

to be sold. The shares of capital stock held by the shareholder proposing to sell or transfer his shares may not be voted or counted for any purpose at said meeting.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 25<sup>th</sup> day of March, 1997.

Murray W. Overstreet, Jr.  
Murray W. Overstreet, Jr.

John B. Ritch  
John B. Ritch

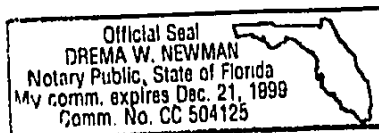
Jo O. Thacker  
Jo O. Thacker

STATE OF FLORIDA )  
COUNTY OF OSCEOLA)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgements, personally appeared Murray W. Overstreet, Jr., John B. Ritch and Jo O. Thacker, to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Articles of Incorporation. They are personally known to me ~~or have produced~~ \_\_\_\_\_ as identification.


Dated this 25<sup>th</sup> day of March, 1997.

Drema W. Newman  
Notary Public, State of Florida  
Printed name: Drema W. Newman  
My commission expires: 12.21.99  
Commission No.: CC 504125



ACCEPTANCE

I, John B. Ritch, hereby accept the designation as Resident Agent for service of process upon Overstreet Ritch & Thacker, P.A. desiring to organize under the laws of the State of Florida, with its registered office at 100 Church Street, Kissimmee, Florida 34741, hereby accept to act as Registered Agent for said corporation, and agree to comply with the provisions of the Florida Statutes, to keeping open said office, and upon whom process may be served.

  
John B. Ritch

FILED  
97 MAR 28 AM 11: 57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA