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**CROW & JOSEPH** 

ATTORNEYS AT LAW

LAWRENCE D. CROW.

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May 13, 1997

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

Re: Larry Crow, P.A.

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Dear Sir(s):

Enclosed for filing with your office, please find proposed Articles of Incorporation for Larry Crow, P.A.

Additionally, I am enclosing my firm check in the amount of \$70 to cover the following itemized expenses:

Filing Fees \$ 35.00 Registered Agent

Designation \$ 35.00

TOTAL \$ 70.00

Thank you for your assistance in this matter.

Very truly yours,

Lawrence D. Crow

LDC:km Enclosure(s)

# ARTICLES OF INCORPORATION

<u>OF</u>

97 HAY 15 AM 8: 18

## LARRY CROW, P.A.

TALLA WALL LICENTE

The undersigned natural person, who is licensed or otherwise legally authorized to practice in the profession of law in the State of Florida, hereby associates himself with the intention of forming a professional corporation in accordance with the Florida Professional Service Corporation Act, and hereby adopts the following articles of incorporation for such corporation:

## ARTICLE I. NAME

The name of the corporation is LARRY CROW, P.A.

#### ARTICLE II. DURATION

The period of the corporation's duration shall be perpetual or until dissolved on a vote of the shareholders as hereafter provided.

#### ARTICLE III. PURPOSE

The purpose of the corporation is to practice the profession of law. The sole and exclusive professional service to be rendered by the corporation is the practice of law.

# ARTICLE IV. CAPITAL STOCK

The total number of shares of capital stock which the corporation shall be authorized to issue is one thousand (1,000) shares. Such shares shall be of a single class of common stock, and shall have a par value of One Dollar (1.00) per share.

### ARTICLE V. CAPITALIZATION

The amount of capital with which the corporation will begin to practice the profession of law is not less than \$200.00.

#### ARTICLE VI. PRINCIPAL OFFICE

The address of the corporation's principal office is 121

Augusta Avenue, City of Palm Harbor, County of Pinellas, State of

Florida 34683. The name of the initial registered agent of the

The name of the address of such person signing these articles of incorporation as a subscriber is:

Larry Crow

121 Augusta Ave Palm Harbor, FL 34683

#### ARTICLE IX. MANAGEMENT OF BUSINESS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of this corporation shall be managed under, the direction of the shareholders of this corporation. This corporation will not have directors.

#### ARTICLES X. BYLAWS

The initial shareholder shall submit the proposed bylaws at a meeting to be held for that purpose not more than ten (10) days following the issuance of the Certificate of Incorporation. Following the adoption of the bylaws by three fourths of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with such bylaws.

#### ARTICLE XI. DISSOLUTION

The corporation may be dissolved at any time by (1) unanimous written consent of the shareholder; or (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rate, each shareholder to participate in the distribution in direct proportion to the number of shares hold by him.

IN WITNESS WHEREOF, I, the undersigned incorporator of this corporation, have executed these articles of incorporation at Tarpon Springs, Florida, on  $\frac{\kappa}{1/2}$ , 1997.

LARRY CROW

by an official agency; ( ) for an inmate in custody, an I.D. issued by the Florida Department of Corrections, as identification and who (did)(did not) take an oath.

Notary Public-State of Florida Commission No.:

KAREA H. MIDKIFF MANGER OF CONTROL OF THE STATE OF THE STATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

FILED 97 MAY 15 AM 8: 18

In compliance with Section 48.091, Florida Statutes, the TALL TALL TALL TORIDATE Following is submitted:

Larry Crow, P.A., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Palm Harbor, State of Florida, has named Larry Crow, located at 121 Augusta Avenue, Palm Harbor, Florida 34683 as its agent to accept service of process within Florida.

SIGNATURE:

TIPLE:

INCORPORATOR

DATE:

5/1/47

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept 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.

Parry Crow

Date