

P97000052678

HATTEN AND FREDERES-KJAR, P.A.  
1112 Third Street, Suite 7  
Neptune Beach, Fl. 32266  
904-249-7435

May 20, 1997

Department of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, Fl. 32314

RE: Hatten and Frederes-Kjar P.A.  
1112 Third Street Suite 7  
Neptune Beach, Fl. 32266

Enclosed is an original and one copy of the Articles of Incorporation for Hatten and Frederes-Kjar, P.A.

A check in the amount of \$70.00 is enclosed to cover the filing fee.

Respectively Submitted,

*David K. Hatten*  
David K. Hatten

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

*Dmp*  
*6/3/97*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

June 3, 1997

**DAVID K. HATTEN**  
**HATTEN AND FREDERES-KJAR, P.A.**  
**1112 THIRD STREET SUITE 7**  
**NEPTUNE BEACH, FL 32266**

**SUBJECT: HATTEN AND FREDERES-KJAR, PA**  
**Ref. Number: W97000013001**

We have received your document for HATTEN AND FREDERES-KJAR, PA and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

**Doris McDuffie**  
Corporate Specialist Supervisor

**Letter Number: 397A00030021**

**ARTICLES OF INCORPORATION  
OF  
HATTEN AND FREDERES-KJAR, PA**

**FILED**

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The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, adopts the following Articles of Incorporation.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

**Name and Principal Office**

Section 1.1 Name. The name of the corporation is Hatten and Frederes-Kjar, PA.

Section 1.2. Principle Office. The street address and mailing address of the corporation is 1112 Third Street, Suite 7, Neptune Beach, Florida 32266.

Section 1.3. Nature of Business. The nature of the business will be the performance of public accounting services and the preparation of tax returns for both personal and business clients.

**ARTICLE II**

**Duration**

Section 2.1. Duration. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles of Incorporation are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five business days, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

**ARTICLE III**

**Purposes**

Section 3.1. Purposes. This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV**

**Capital Stock**

Section 4.1. Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is **1,500** shares of common stock having a par value of **one dollar (\$1.00)** per share.

Section 4.2. Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by shareholder's agreement recorded in the minute book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

Section 4.3. Approval of Shareholders Required for Merger. The approval of a majority of the shareholders of this corporation to any plan or merger or consolidation shall be required in every case, whether or not such approval is required by law.

#### ARTICLE V

##### Initial Registered Office; Resident Agent

Section 5.1. Office Address. The street address and the mailing address of the initial registered office of this corporation is **1112 Third Street, Suite 7, Neptune Beach, Florida 32266.**

Section 5.2. Resident Agent. The name of the initial resident agent of this corporation at the address set forth in Section 5.1 is **David K. Hatten.**

#### ARTICLE VI

##### Directors

Section 6.1. Number. This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2. Initial Directors. The names and mailing addresses of the members of the first board of directors of the corporation are:

**David K. Hatten, 1404 Pinewood Road, Jacksonville Beach, FL 32250**

**Carol Frederes-Kjar, 332 3rd. Street, Atlantic Beach, FL 32233**

Section 6.3. Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

Section 6.4. Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

#### ARTICLE VII

##### Bylaws

Section 7.1. Bylaws. The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provided that such bylaw is not subject to amendment or repeal by the directors.

#### ARTICLE VIII

##### Incorporators

Section 8.1. Name and Address. The name and street address of the incorporators of this corporation are:

**David K. Hatten 1404 Pinewood Road, Jacksonville Beach, FL 32250**

**Carol Frederes-Kjar 332 3rd. Street, Atlantic Beach, FL 32233**

#### ARTICLE IX

##### Amendment

Section 9.1. Amendment. This corporation reserves that right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporators have signed these Articles this 20TH day of MAY, 1997.

David K. Hatten

David K. Hatten

Carol Frederes-Kjar

Carol Frederes-Kjar

CERTIFICATE DESIGNATING REGISTERED OFFICE  
AND RESIDENT AGENT  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with Florida Statutes 48.091 and 607.0501, the following  
submitted:

**Hatten and Frederes-Kjar, P.A.**, desiring to organize or qualify under the laws  
of the State of Florida, hereby designates **David K. Hatten** as its resident agent to  
accept service of process within the State of Florida and the address of the registered  
office shall be **1112 Third Street, Suite 7, Neptune Beach, Florida 32266**.

**Hatten and Frederes-Kjar, P.A.**

By David K. Hatten  
David K. Hatten, Incorporator

By Carol Frederes-Kja  
Carol Frederes-Kjar, -Incorporator

Date MAY 20, 1997

Having been named to accept service of acceptance for the above stated  
corporation, at the place designed in this certified, I hereby agree to act in this capacity,  
and I further state that I am familiar with and accept the obligations provided for in  
Florida Statutes 607.0505 and other relative to the proper and complete performance of  
my duties.

David K. Hatten  
David K. Hatten

Date: MAY 20, 1997