City/State/Zip

CR2E031(1/95)

Phone #

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Office Use Only

Examiner's Initials

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# ARTICLES OF INCORPORATION OF PERSONAL TOUCH COURT REPORTING, INC.

# ARTICLE I. NAME

The name of the corporation is PERSONAL TOUCH COURT REPORTING, INC.

#### ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 900 E. Ocean Boulevard, Suite 232, Stuart, FL 34994.

# ARTICLE III. DURATION

This corporation shall exist perpetually commencing on the date of approval and acceptance of these Articles by the Secretary of State of Florida, unless sooner dissolved according to law.

# ARTICLE IV. PURPOSE

This corporation is organized to engage in any or all lawful business for which corporations may be incorporated in this jurisdiction. This corporation shall otherwise have all the general powers now or hereafter conferred by the laws of the State of Florida, including but not limited to those powers enumerated in Section 607.011, Florida Statutes.

# ARTICLE V. CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of Fifty Cent (\$0.50) par value common stock, which shall be fully paid and nonassessable. The stock of this corporation shall be issued, assigned, and/or transferred in strict accordance with such bylaws as the corporation shall from time to time make with a lien reserved in favor

of the corporation upon all of its capital stock for any indebtedness that may at any time be due by the holder of the same unto the corporation.

# ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 900 E. Ocean Boulevard, Suite 232, Stuart, Florida 34994. The name of the initial Registered Agent of this corporation at that address is CYNTHIA SCIORRA.

# ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of Directors may be either increased or decreased from time to time by amending the bylaws to reflect the same but shall never be less than one (1). The name and address of the initial Director of this corporation are:

CYNTHIA SCIORRA 900 E. Ocean Boulevard, Suite 232 Stuart, FL 34994

# ARTICLE VIII. INDEMNIFICATION OF DIRECTORS

A. The corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil or criminal, administrative or investigative, by reason of the fact that he or she is or was a director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorney's fees), judgments, fines, and amounts paid in settlement, actually and reasonably incurred by him or her in connection with such

action, suit, or proceeding, including any appeal thereof, if he or she acted in good faith or in a manner he or she reasonably believed to be in or not opposed to the best interests of the corporation, and with respect to any criminal action or proceeding, if he or she had no reasonable cause to believe his or her conduct was lawful.

- B. The corporation shall also indemnify any director, officer, employee, or other agent who has been successful on the merits or otherwise, in defense of any action, suit, or other proceeding, or in defense of any claim, issue, or matter therein, against all expenses, including attorney's fees, actually paid and reasonably incurred by him or her in connection therewith, without the necessity of an independent determination that such director, officer, employee, or agent met any appropriate standard of conduct.
- C. The indemnification provided for herein shall continue as to any person who has ceased to be a director, officer, employee, or agent, and shall inure to the benefit of the heirs, executors, and administrators of such person.
- D. In addition to the indemnification provided for herein, the corporation shall have the power to make other or further indemnification, except an indemnification against gross negligence or willful misconduct, under any resolution or agreement duly adopted by a majority of disinterested directors, or duly authorized by a majority of stockholders.

# ARTICLE IX. INCORPORATOR

The name and address of the person signing these Articles of Incorporation are:

CYNTHIA SCIORRA 900 E. Ocean Boulevard, Suite 232 Stuart, FL 34994

# ARTICLE X. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested solely in the Board of Directors.

# ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment thereto.

IN WITNESS WHEREOF, I have subscribed my name to these Articles of Incorporation this /6 day of June, 1997.

PERSONAL TOUCH COURT REPORTING, INC.

CYNTHIA SCIORRA

President

STATE OF FLORIDA COUNTY OF ST. LUCIE

The foregoing instrument was acknowledged before me this // day of June, 1997, by CYNTHIA SCIORRA, as President of PERSONAL TOUCH COURT REPORTING, INC., on behalf of the corporation. She is personally known to me, or in has produced \_\_\_\_\_\_ as identification and indicated did not take an oath.

[Notary Seal]

Print Name <u>IAMFRIE M CA</u> Notary Public-State of Florida

My commission expires

VALERIE M. CANANT
MY COMMISSION / CC435517 EXPIRES
April 4, 1999
BONDED THRU TROY PARK INSURANCE, INC.

# DESIGNATION OF REGISTERED AGENT

Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 48.901, Florida Statutes, the following is submitted:

That PERSONAL TOUCH COURT REPORTING, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Martin County, Florida, has named CYNTHIA SCIORRA, as its agent to accept service of process within Florida.

DATED this 16th day of June, 1997

CYNTHIA SCIORRA

# **ACCEPTANCE**

HAVING BEEN named to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby agree 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.

DATED this/6 day of June, 1997.

CYNTHIA SCIORRA