

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 DEC 22 PM 2:47

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Stephen J. Press, P.A.

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Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

RP

12-22-97

ARTICLES OF INCORPORATION

OF

STEPHEN J. PRESS, P.A.

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The undersigned natural persons, each of whom is licensed or otherwise legally authorized to practice the profession of law in the State of Florida, hereby associate themselves with the intention of forming a professional corporation in accordance with the Florida Professional Service Corporation Act, and hereby adopt the following articles of incorporation for such corporation:

ARTICLE I. NAME

The name of the corporation is **STEPHEN J. PRESS, 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

This corporation is organized for the following purposes:

a. To engage in the practice of law as a professional law corporation and to carry on services incident thereto. The practice of law is the sole and exclusive professional service to be rendered by this corporation.

b. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes of this corporation.

c. The professional services of this corporation shall be carried out only through officers, employees and agents each of whom has been admitted to the bar of and is duly authorized to practice law in the State of Florida.

#### ARTICLE IV. CAPITAL STOCK

The total number of shares of capital stock which the corporation shall be authorized to issue is one hundred (100) shares. [Such shares shall be of a single class of common stock, and shall have a par value of \$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 Ten Thousand and No/100 Dollars (\$10,000).

#### ARTICLE VI. PRINCIPAL OFFICE

The address of the corporation's principal office is 250 S. Australian Avenue/#1504, West Palm Beach, FL, 33401. The name of the initial registered agent of the corporation, located at such office, is Stephen J. Press.

#### ARTICLE VII. CORPORATE POWERS

The corporation shall have all the rights and powers now or hereafter conferred on professional corporations by the laws of the State of Florida, including, but not limited to the powers set forth herein.

#### ARTICLE VIII. SUBSCRIBERS

The name and address of each person signing these articles of incorporation as a subscriber is:

Stephen J. Press, 831 Woodland Avenue, West Palm Beach, FL, 33415

#### ARTICLE IX. DIRECTORS

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is two, and the names and addresses of the initial directors are: President and Secretary, 831 Woodland Avenue, West Palm Beach, FL, 33415.

The initial directors shall hold office until their successors are elected and qualify as provided by the bylaws. Thereafter the term of each director shall be five (5) and until the election and qualification of a successor. The number of directors set forth herein and constituting the initial board of directors shall be the authorized number of directors until such number is changed by a bylaw duly adopted by the shareholders.

#### ARTICLE X. BYLAWS

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than thirty (30) days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by majority vote, 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 (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least fifty-one (51) percent of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and the assets shall, after payment of debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

In witness hereof, we the undersigned incorporators of this corporation, have executed these articles of incorporation at West Palm Beach, Florida, on this 19th day of December, 1997.

  
STEPHEN J. PRESS, Incorporator

**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: Stephen J. Press, PA

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

STEPHEN J PRESS

(NAME)

250 Australian Avenue, South/#1504

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

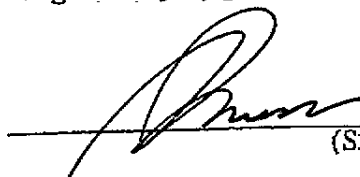
West Palm Beach, FL 33401

(CITY/STATE/ZIP)

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*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.*



(SIGNATURE)

12-19-97

(DATE) 12 / 1997