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LA. Jones P.A. CERTIFIED PUBLIC ACCOUNTANTS 409 SOUTH OLD DIXIE HWY. P.O. BOX 1719

LADY LAKE, FL 32158-1719

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	CORPORATION	NAME(S) & DOCUMENT NUMBER(S), (if known):	
	1. Miche	ae William Berning, P.A.  Document #) Document #)	
	2(Corp	poration Name) (Document #)	
	3(Corp	poration Name) (Document #)	
	4	poration Name) (Document #)	VE DATE
		Pick up time Certified Copy  Will wait Photocopy Certificate of Status	<u>98                                    </u>
	NEW FILINGS	AMENDMENTS	
	Profit	Amendment	
	NonProfit	Resignation of R.A., Officer/ Director	
	Limited Liability	Change of Registered Agent	
····	Domestication	Dissolution/Withdrawal	است
	Other	Merger	8 <u>h</u> a
	OTHER FILINGS Annual Report	REGISTRATION/	SECRETARY OF COR

OTHER FILINGS
Annual Report
Fictitious Name
Name Reservation

REGISTRATION/ QUALIFICATION
Foreign
Limited Partnership
Reinstatement
Trademark
Other

Examiner's Initials 1-7-98

## ARTICLES OF INCORPORATION

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OF

#### MICHAEL WILLIAM BERNING, P.A.

#### ARTICLE I - NAME

The name of this corporation is MICHAEL WILLIAM BERNING, P.A.

EFFECTIVE DATE

# ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on January 1, 1998.

#### ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business, including acting as Trustee, and that of a Real Estate Associate.

#### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of no par value common stock.

#### ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

# ARTICLE VI - INITIAL PRINCIPAL OFFICE AND RESIDENT AGENT

The principal office address of this corporation is 2757 Glen Hollow Way, Oxford FL. 34484, and the mailing address is the same. The principal office and registered office addresses are the same as above. The initial registered agent of this corporation at that address is Michael W. Berning.

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the by-laws, but shall never be less than one (1). The name and address of the initial director of this

corporation is Michael W. Berning, 2757 Glen Hollow Way, Oxford FL 34484.

#### ARTICLE VIII - INCORPORATOR

The name and address of the person signing these articles is Michael W. Berning, 2757 Glen Hollow Way, Oxford FL 34484.

#### ARTICLE IX - POWERS

This corporation shall have the power to act as Trustee, as well as all of the corporate powers enumerated in the Florida Statute covering Professional Associations.

### ARTICLE X - INDEMNIFICATION

Except as provided in Florida Statute #621, no officer, director, agent or stockholder shall be held personally liable when acting in official capacity on company business. The corporation shall indemnify any officer, director, agent or stockholder, or any former officer, director, agent or stockholder to the full extent permitted by law.

#### ARTICLE XI - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this @320 day of December, 1997.

INCORPORATOR

I am familiar with the duties of resident agent, and hereby accept the position as resident agent of Michael William Berning, P.A.