

P98000004695

Secretary of State  
State of Florida  
Corporate Division  
P. O. Box 6327  
Tallahassee, Florida 37301

600002389396--3  
-01/05/98--01052--007  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir:

Enclosed is an original and (1) copy of the Articles of Incorporation of John Bruce King, Professional Association for registration along with a check for \$122.50 to cover charter fee, etc.

Please return certified copy to me.

JOHN B. KING  
3028 Little Cypress Cove  
Winter Park, FL 32792

Sincerely,

*John B. King*  
John B. King

FILED  
98 JAN 15 PM 12:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear Sir(s): These two pages are  
copies of the first two pages I sent  
you. Unfortunately I did not enclose  
the check, please accept my check +  
my apology. Thank you John B. King 1/15/98



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 6, 1998

JOHN B. KING  
3028 LITTLE CYPRESS COVE  
WINTER PARK, FL 32792

SUBJECT: JOHN BRUCE KING, PROFESSIONAL ASSOCIATION  
Ref. Number: W98000000203

We have received your document for JOHN BRUCE KING, PROFESSIONAL ASSOCIATION, however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50.

If you have any further questions concerning your document, please call (850) 487-6922.

Bobbie Cox  
Senior Corporate Section Administrator

Letter Number: 498A00000383

**ARTICLES OF INCORPORATION  
OF  
JOHN BRUCE KING, PROFESSIONAL ASSOCIATION**

The undersigned incorporator makes, subscribes, acknowledges and files with the Department of State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

**ARTICLE I**

NAME

The name of the corporation is JOHN BRUCE KING, PROFESSIONAL ASSOCIATION.

**ARTICLE II**

TERM OF EXISTENCE

This corporation shall commence as of the date of the filing of these Articles of Incorporation with the Secretary of State and shall have perpetual existence.

**ARTICLE III**

NATURE OF BUSINESS

This corporation may engage in the practicing of Real Estate.

**ARTICLE IV**

CAPITAL STRUCTURE

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock, having a par value of \$0.10 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor and services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be non-assessable.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE V

### INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The initial registered agent of this corporation shall be John Bruce King. The street address of the initial registered office of this corporation is 3028 Little Cypress Cove, Winter Park, Florida 32792. The Board of Directors from time to time may move the registered office to any other address in the State of Florida. This is also the principal office for the corporation.

## ARTICLE VI

### BOARD OF DIRECTORS

There shall be a Board of Directors for this corporation which shall consist of not less than one (1). Except for the number constituting the initial Board of Directors, the number Directors shall be decided by resolution of the shareholders.

## ARTICLE VII

### INITIAL BOARD OF DIRECTORS

The name and street address of the members of the initial Board of Directors for this corporation, who, subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office until the first annual meeting of the shareholders or until their successors are elected and qualified, or until their resignation, removal from office or death are:

<u>Name</u>	<u>Street Address</u>
John Bruce King	3028 Little Cypress Cove Winter Park, Florida 32792

## **ARTICLE VIII**

### **INCORPORATOR**

The name and street address of the incorporator is:

John Bruce King

3028 Little Cypress Cove  
Winter Park, Florida 32792

## **ARTICLE IX**

### **BYLAWS**

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

## **ARTICLE X**

### **INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

## **ARTICLE XI**

### **PRE-EMPTIVE RIGHTS**

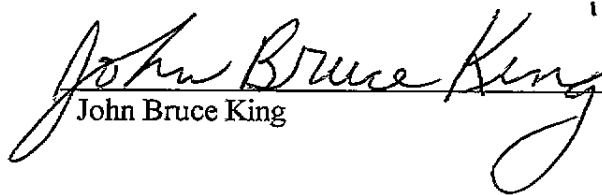
Every shareholder, upon sale of any new stock of this corporation, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price which is offered to others.

## **ARTICLE XII**

### **AMENDMENTS OF ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended at any time by a resolution adopted by a majority vote of the Board of Directors at any annual or special meeting, provided at least ten (10) days written notice is given to each Director of the time and place of the meeting and the purpose thereof. Any amendment of these Articles of Incorporation so made must be approved by a majority vote of the shareholders of the corporation.

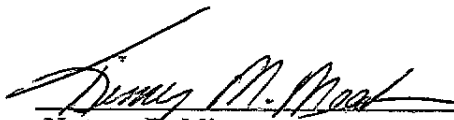
IN WITNESS WHEREOF, the incorporator has executed these Articles of  
Incorporation this 24 day of December, 1997.

  
John Bruce King

STATE OF FLORIDA  
COUNTY OF SEMINOLE

Before me personally appeared John Bruce King, to me well known and known to  
me to be the individual described in and who executed the foregoing, and he swore to and  
acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the County and State above this 24 day of  
December, 1997.

  
Notary Public  
My Commission Expires:



Kimberly M Meador  
My Commission CC606580  
Expires December 9, 2000

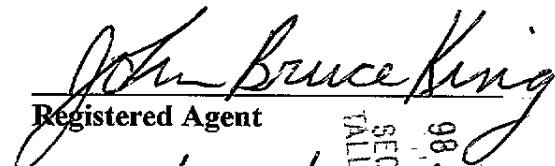
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS  
WITHIN THE STATE OF FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with section 48.091, Florida Statutes, the following is submitted:

John Bruce King, Professional Association, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Winter Park, State of Florida, has named John Bruce King located at 3028 Little Cypress Cove, Winter Park, Florida 32792, as its agent to accept service process within the State of Florida.

ACKNOWLEDGEMENT:

Having been named to service of process for the above stated 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.


  
Registered Agent  
12/24/97  
Date

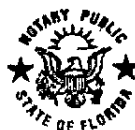
98 JAN 15 PM 12:52  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF SEMINOLE

Before me personally appeared John Bruce King, to me well known and known to me to be the individual described in and who executed the foregoing, and he swore to and acknowledge before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the County and State above this 24<sup>th</sup> day of December, 1997.

  
Notary Public  
My commission expires:



Kimberly M Meador  
My Commission CC606580  
Expires December 9, 2000