

10:15 AM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H98000001723 9)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: GARY COOPER, P.A.

AUDIT NUMBER.....H98000001723

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 6

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM

Connect: 00:07:46

FILED
98 JAN 27 AM 12:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11/27/98

H98000001723

FILED

98 JAN 27 AM 12:11

ARTICLES OF INCORPORATION OF
GARY COOPER, P.A.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

②

ARTICLE I.
NAME

The name of the Corporation shall be: GARY COOPER, P.A. The principal place of business of this Corporation shall be:

3200 N.E. 14th Street
Pompano Beach, Florida 33062

ARTICLE II.
DURATION

This Corporation shall exist perpetually commencing on the date these Articles are filed.

ARTICLE III.
NATURE OF BUSINESS

The Gary Cooper, P.A.'s sole corporate purpose shall be to engage in the business of rendering the professional services of a licensed Mortgage Broker to the general public, in accordance with Florida Statutes Chapter 621, the "Professional Service Corporation Act"; provided the Corporation may invest its funds in real estate, mortgages, stocks, bonds or any other types of investment, and own real or personal property necessary for the rendering of those professional services, pursuant to Florida Statutes Sub Chapter 621.08, "Limitation on Corporation's Business Transactions; Investment of Funds."

ARTICLE IV.
CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$.01 par value common stock which shall be designated "Common Stock".

Prepared By:

Donald S. Goldrich, P.A.
3200 N.E. 14th Street
Pompano Beach, FL 33062
Florida Bar #103603
(954) 781-1717

H98000001723

H98000001723

ARTICLE V.
ADDRESS

The street address of the initial Registered Office of the Corporation shall be 3200 N.E. 14th Street, Pompano Beach, FL 33062. The name of the initial Registered Agent of the Corporation at that address is: Gary S. Cooper

ARTICLE VI.
DIRECTOR

This Corporation shall have one Director, initially. The number of Directors may be increased from time to time by the By-Laws but shall never be less than one. The name and address of the initial Director is:

Gary Cooper
3200 N.E. 14th Street
Pompano Beach, Florida 33062

The name and street address of the Incorporator of these Articles of Incorporation is:

Gary Cooper
3200 N.E. 14th Street
Pompano Beach, Florida 33062

ARTICLE VII.
RESTRICTIONS ON TRANSFER OF STOCK

Pursuant to Florida Statute Chapter 621.09 "Limitations on issuance and transfer of stock" the Corporation may not issue any of its capital stock to anyone other than an individual who is duly licensed or otherwise legally authorized to render the professional services of a Licensed Mortgage Broker. No shareholder of the corporation may enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

H98000001723

H98000001723

Shares held by the Shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining Shareholders or to this Corporation. The price and terms at which, and the time within which such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this Corporation.

ARTICLE VIII.
BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

ARTICLE IX.
POWERS

This Corporation shall have all the corporate powers enumerated in the Florida Professional Services Corporations Act.

ARTICLE X.
INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, of any former Officer or Director, to the full extent permitted by law.

ARTICLE XI.
AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

Any Amendment hereto, and any right conferred upon the Shareholders, is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28th day of January, 1998.

H98000001723


Gary Cooper

H98000001723

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, a Notary Public, authorized to take acknowledgements in the State and County set forth above, personally appeared Gary Cooper, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged to and before me that he executed the same and who did take an oath.

WITNESS my hand and seal this 28th day of January, 1998.



MARY ANN RIZZO
My Commission CC481748
Expires Aug. 27, 1998

Mary Ann Rizzo
NOTARY PUBLIC

Mary Ann Rizzo
TYPED OR PRINTED NAME OF NOTARY PUBLIC

My Commission Expires:

H98000001723

H98000001723

ACCEPTANCE OF REGISTERED AGENT OF GARY COOPER, P.A.

Having been named to accept service of process for the above-stated Corporation and the place designated, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to the keeping open of said office.

Gary S. Cooper

By:

Gary S. Cooper

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, a Notary Public, authorized to take acknowledgements in the State and County set forth above, personally appeared Gary S. Cooper, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged to and before me that he executed the same and who did take an oath.

WITNESS my hand and seal this 28th day of January, 1998.



MARY ANN RIZZO
My Commission CC481743
Expires Aug. 27, 1998

Mary Ann Rizzo
NOTARY PUBLIC

Mary Ann Rizzo
TYPED OR PRINTED NAME OF NOTARY PUBLIC

My Commission Expires:

H98000001723

FILED
98 JAN 27 AM 12:12
TALLAHASSEE, FLORIDA
SECRETARY OF STATE