8/31/98

FLORIDA DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY

CONTACT: RAY STORMONT

PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: JAMES ROBERT MAYFIELD, III, P.A.

AUDIT NUMBER...... H98000016206

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

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 31, 1998

EMPIRE

SUBJECT: JAMES ROBERT MAYFIELD, III, P.A.

REF: W98000019909

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

ARTICLE XVII NEEDS TO BE SIGNED AND DATED.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan Document Specialist FAX Aud. #: H98000016206 Letter Number: 798A00044840

ARTICLES OF INCORPORATION

JAMES ROBERT MAYFIELD, III, P.A.

of Articles these subscribers to undersigned, Incorporation, natural persons competent to contract, hereby present these Articles for the formation of a corporation under the provisions of Chapter 621, Florida Statutes, also known as The Professional Service Corporation Act, and other laws of the State of Florida.

ARTICLE 1

NAME

The name of this corporation is JAMES ROBERT MAYFIELD, III, P.A.

ARTICLE II

NAME OF BUSINESS

The general nature of the business to be transacted by this corporation is:

To engage in every phase and aspect of the business of rendering the same professional services to the public that an Attorney at Law, duly licensed under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees, and agents who are duly licensed under the laws of the State of Florida to practice Law therein.

To invest the funds of this corporation in real estate, mortgage, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the rendering of professional services.

To do all and everything necessary and proper for the accomplishment of any of the purposes or the obtaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, and in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of this corporation.

Prepared by . dames 2. Mayfield

20 11 20th court

AUDITED, FI 33477 FBN-508100

(954) 968-9922

The foregoing paragraphs shall be construed as enumerating both objectives and purposes of this corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share. None of the shares of this corporation may be issued to anyone other than an individual duly licensed to practice as an Attorney at Law in the State of Florida.

ARTICLE IV

INITIAL CAPITAL

The amount of Capital with which this corporation shall do business shall not be less than Five Hundred (\$500.00) Dollars.

ARTICLE V

TERM OF EXISTENCE

This corporation is to exist perpetually unless sooner dissolved according to law.

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ARTICLE VI

ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is 2011 20th Court, Jupiter, Florida 33477. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII

DIRECTORS

This corporation shall have (1) Director, initially.

The number of directors may be increased or diminished from time to time, by By-Laws adopted by the Stockholders, but shall never be less than one. If required by the ethics of the legal profession, Directors shall be required to possess the same professional qualifications as shareholders are required to possess.

ARTICLE VIII

INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

NAME

<u>ADDRESS</u>

JAMES ROBERT MAYFIELD, III

2011 20th Court JUPITER, FL 33477

ARTICLE IX

SUBSCRIBERS

The names and post office addresses of the Subscribers of these Articles of Incorporation are:

NAME

<u>ADDRESS</u>

JAMES ROBERT MAYFIELD, III

2011 20th COURT JUPITER, FL 33477

ARTICLE X

VOTING TRUSTS

No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

XI

CUMULATIVE VOTING FOR DIRECTORS

At all elections of Directors of this corporation, each stockholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to cast for the election of Directors with respect to his share of stock multiplied by the number of Directors to be elected, and he may cast all such votes for a single Director, or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

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ARTICLE XII

CONTRACTS

No contract or other transaction between this corporation and any other corporation shall be affected by the fact that any Director of this corporation is interested in, or is a Director of officer of, such other corporation, and any Director, individually or jointly, any be a party to, or any be interested in, any contract or transaction of this corporation or in which this corporation is interested; and no contract, or other transaction of this corporation with any person, firm, or corporation, shall be affected by the fact that any Director of this corporation is a party in any way connected with such person, firm, or corporation, and every person who may become a Director of this corporation is hereby relieved from any liability that might otherwise exist from contracting with this corporation for the benefit of himself or any firm, association, or corporation in which he may be in any way interested.

ARTICLE XIII.

REMOVAL OF DIRECTORS

Any Director of this corporation may be removed at any annual or special meeting of the Stockholders by the same vote as that required to elect a Directors.



ARTICLE XIV.

RESTRAINT ON ALIENATION OF SHARES

The Shareholders of this corporation shall have the power to include in the By-Laws, adopted by a majority of the shareholders of this corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding shares of this corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as relevant terms, conditions, and details hereof, shall be determined by the shareholders of this corporation, provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice thereof, unless existence of such provisions shall be plainly written upon the certificate evidencing the ownership of such stock. No shareholder of this corporation may sell or transfer his shares therein except to another individual who is eligible to be a shareholder of this corporation. It any shareholder becomes legally disqualified to practice law in the State of Florida, or is elected to a public office, or accepts employment that places restrictions or limitations upon his continuous rendering of such professional services, such shareholder's shares shall immediately become subject to purchase by this corporation in accordance with the By-Laws adopted by the shareholders.

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ARTICLE XV.

ADDITIONAL CORPORATION POWERS

In furtherance, and not in limitation of the general powers conferred by the law of the State of Florida and of the purposes and objects hereinabove stated, this corporation shall have all and singular the following powers:

This corporation shall have the power to enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm, or corporation to carry on any business which this person, firm, or corporation to carry on any business which this corporation has the direct or incidental authority to pursue.

This corporation shall have the power to deny to the holders of the common stock of this corporation any pre-emptive right to purchases or subscribe to any new issues of any type stock of this to subscribe to any such stock.

This corporation, shall have the power, at its option, to purchase and acquire any and all of its shares owned any held by any such shareholder as should desire to sell, transfer, or otherwise dispose of this shares, in accordance with the By-Laws adopted by the shareholders of this corporation setting forth the terms and conditions of such purchase; provided, however, the capital of this corporation is not impaired.

This corporation shall have the power, at its option, to purchase and acquire the shares owned and held by any shareholder who dies, in accordance with By-Laws adopted by the shareholders of this corporation setting forth the terms and conditions of such purchase, provided, however, the capital of this corporation is not impaired.

This corporation shall have the power to enter into, for the benefit of its employees, one or more of the following:

- (2) a profit sharing plan, if such a plan is not otherwise prohibited by the Code of Ethics of the Profession,
- a stock bonus plan,
- (4) a thrift and savings plan,
- a restricted stock option plan, or
- other retirement or incentive compensation plans.

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ARTICLE XVI

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of shareholders are subject to this reservation.

ARTICLE XVII

The initial Registered Agent of this Corporation is JAMES ROBERT MAYFIELD, III, 2011 20th COURT, JUPITER, FL 33477.

IN WITNESS WHEREOF, we, the subscribers, have executed these Articles of Incorporation this $\frac{3/3^9}{\text{day of }}$ day of $\frac{3}{\text{day of }}$, 1998.

(SEAL)

(SEAL)

STATE OF FLORIDA)

SS.

COUNTY OF PALM BEACH)

JAMES ROBERT MAYFIELD, III, who (is personally known) after being duly sworn, according to law, upon oath, deposes and says that the attached Articles of Incorporation are true and correct to the best of his knowledge and belief and that he has read same and knows the contents thereof and has executed same freely and voluntarily.

FURTHER AFFIANT SAYETH NOT.

(L.S.)

AMES ROBERT MAYFIELD.

SWORN TO AND SUBSCRIBED before me this 3th day of lugist,

BTA M. DESCH

APY COMMISSION & CC 607500

EXPRESS May 15, 2020

Bonded That Hotery Public Underwriters

Notary Public State of Florida at Large

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CERTIFICATE OF DESIGNATION REGISTERED OFFICE

Manager Committee Committ

HAVING BEEN MANDED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE FLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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 PELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

REGISTERED ACEST

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SECRETARY OF STATE
SECRETARY OF STATE