

PHILIP STEINBERG

ATTORNEY AT LAW

3332 DEL PRADO BOULEVARD
CAPE CORAL, FLORIDA 33904
TELEPHONE (941) 542-1888

P98000102295

December 4, 1998

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-12/07/98-01092-005
***122.50 ***78.75

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: POWELL & STEINBERG, P.A.

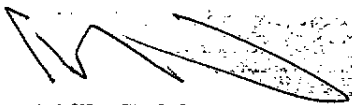
Enclosed is two originals of the articles of incorporation of the corporation named above. We have also enclosed a check for \$122.50 for the following:

Filing Fee	\$35.00
Registered Agent Fee	\$35.00
Certified Copy Fee	\$52.50

Please process this at your earliest convenience and return the certified copy to this office.

Thank you for your assistance.

Very truly yours,



Philip Steinberg
PS/tmc
Enclosures: 2 Documents
1 Check

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
98 DEC -7 PM 4:45
FILED

SD
12/9

ARTICLES OF INCORPORATION
OF
POWELL & STEINBERG, P.A.

FILED
98 DEC -7 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract and legally authorized to practice the profession of Law in the State of Florida, hereby proceeds to form a professional corporation in accordance with the Florida Professional Service Corporation Act, and hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name of this corporation is POWELL & STEINBERG, P.A.

ARTICLE II. PURPOSE AND NATURE OF BUSINESS

The purpose of the Corporation and nature of its business are as follows:

1. To engage in the practice of law and more especially in the general practice of law and to render such services as may be ancillary to the foregoing. The corporation may purchase and own real and personal property necessary or appropriate for rendering its professional services and may invest its funds in real estate, mortgages, stocks, bonds, and any other type of investments, all in accordance with the provisions of F.S.A. Chapter 621.
2. The Services of this Corporation which consist of the practice of law shall be carried out only through officers, employees and agents who are active members of the Florida Bar in good standing and licensed in Florida to render the service of law.

3. To do everything necessary, proper or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act incidental thereto which is not forbidden by the laws of the State of Florida, or by the provisions of these Articles of Incorporation.

ARTICLE III, CAPITAL STOCK.

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 1,000, having a par value of one dollar per share. Such shares shall be of a single class of common stock. None of the shares of the corporation may be issued to anyone other than an individual who is duly licensed to practice law in the State of Florida and is an active member of the Florida Bar in good standing.

ARTICLE IV, DURATION

The corporation shall have perpetual existence.

ARTICLE V, ADDRESS AND AGENT

The street address of the principal and initial registered office of the corporation is 3515 Del Prado Blvd., Cape Coral, FL 33904, and the name of its initial registered agent is Philip Steinberg. The Board of Directors may from time to time move the office to any other address in the State of Florida and change the registered agent.

ARTICLE VI, DIRECTORS

The Corporation shall be managed by a Board of Directors of at least one (1) Director. No person shall serve as a Director of the Corporation unless the person is duly licensed to

practice law and is an active member of the Florida Bar in good standing. The Directors shall be elected by the shareholders of the Corporation. The name and street address of each person who is to serve as a member of the initial Board of Directors is as follows:

NAME	ADDRESS
<u>Philip Steinberg</u>	<u>3515 Del Prado Blvd., Cape Coral, FL 33904</u>
<u>William Powell</u>	<u>3515 Del Prado Blvd., Cape Coral, FL 33904</u>

ARTICLE VII. SUBSCRIBERS.

The names and addresses of the subscribers, who are the incorporators of this Corporation, each of whom is duly licensed in the State of Florida to practice law, are as follows:

NAME	ADDRESS	SHARES
<u>Philip Steinberg</u>	<u>3515 Del Prado Blvd. Cape Coral, FL 33904</u>	<u>50</u>
<u>William Powell</u>	<u>3515 Del Prado Blvd. Cape Coral, FL 33904</u>	<u>50</u>

ARTICLE VIII. RESTRAINT ON ALIENATION

No shareholder may sell or transfer his shares in the Corporation except to another individual who is eligible to be a shareholder of the Corporation under Florida Law.

ARTICLE IX. DISQUALIFICATION

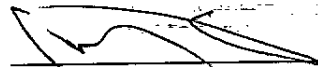
If any officer, shareholder, agent or employee of the Corporation who has been rendering professional service to the public for the Corporation becomes legally disqualified to render such professional services within Florida or accepts employment that places restrictions or limitations upon his or her continued rendering of such professional services, then the Corporation shall


require him or her to comply with the Florida Professional Corporation Act by severing all employment with and financial interests in the Corporation.

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 4th day of December, 1998.



PHILIP STEINBERG


WILLIAM POWELL

STATE OF FLORIDA)
COUNTY OF LEE)

BEFORE ME, personally appeared PHILIP STERNBERG and WILLIAM POWELL, to me well known and known to me to be the persons described in and who executed the foregoing, and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 4th day of December, 1998, in the aforesaid County and State.

MY COMMISSION EXPIRES: 1/24/02



NOTARY PUBLIC, STATE OF FLORIDA

Tammy M. Callahan


Personally Known xx or
Type of Identification Produced _____



TAMMY M. CALLAHAN
Comm. No. CC 684923
My Comm. Exp. Jan. 24, 2002
Bonded thru Pichard Ins. Agcy.

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in the Articles, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: 
Registered Agent

THIS INSTRUMENT WAS PREPARED BY:

PHILIP STEINBERG, ATTORNEY
3515 Del Prado Blvd.
Cape Coral, FL 33904
(941) 540-3333
Fla. Bar No. 302198

FILED
98 DEC -7 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA