# PS8000 CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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#### ARTICLES OF INCORPORATION

OF

## Thomas E. Scott, P.A.

#### ARTICLE I

**NAME** 

The name of this Corporation is Thomas E. Scott, P.A.

EFFECTIVE DATE

#### ARTICLE II

### PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of this Corporation shall be 4120 Cedar Creek Road, Boca Raton, Florida 33487.

#### ARTICLE III

#### CAPITAL STOCK

The aggregate number of shares which this Corporation shall have authority to issue is One Thousand (1,000) shares of Common Stock, having a par value of ONE DOLLAR (\$1.00) per share, which shares of Common Stock, as a class, shall have unlimited voting rights and are entitled to receive the net assets of this Corporation upon dissolution. The number of shares which the Corporation is authorized to issue is 100 shares.

#### ARTICLE IV

#### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 4120 Cedar Creek Road, Boca Raton, Florida 33487, and the name of the initial registered agent of this Corporation at that address is Thomas E Scott, Esquire.

#### ARTICLE V

#### **INCORPORATOR**

The incorporator of this Corporation is Thomas E. Scott, Esquire, whose address is 4120 Cedar Creek Road, Boca Raton, Florida 33487.

#### ARTICLE VI

#### EFFECTIVE DATE

The effective date of this Corporation is December 21, 1998.

#### ARTICLE VII

#### CORPORATE PURPOSE

This Corporation is organized under Chapter 621 Florida Statutes for the sole and specific purpose of rendering professional services and has as its shareholders only other professional corporations, professional limited liability companies, or individuals who themselves are duly

licensed or otherwise legally authorized to render the same professional service as the Corporation.

#### ARTICLE VIII

#### **PRE-EMPTIVE RIGHTS**

The Corporation elects to have pre-emptive rights and every stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his 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 IX

#### **CUMULATIVE VOTING**

At each election for Directors, every stockholder entitled to vote at such election shall have the right to cumulate his votes by giving one (1) candidate as many votes as the number of Directors to be elected at that time, multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

#### ARTICLE X

#### <u>AMENDMENT</u>

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, as provided by law.

The undersigned Incorporator has executed these Articles of Incorporation this 21st day of

December, 1998.

Thomas E. Scott, Incorporator

# ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Thomas E. Scott, Registered Agent

Date 12/21/98

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