

TRANSMITTAL LETTER

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

700002736207-1
-01/11/99-01059-010
*****87.50 *****87.50

SUBJECT: Carl D. Berry, P.A.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Carl D. Berry, Esq.
Name (Printed or typed)

6730A West Commercial Boulevard
Address

Lauderhill, Florida 33319
City, State & Zip

(954) 298-0522
Daytime Telephone number

FILED
99 JAN 11 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

B. BROCK JAN 12 1999

FILED
99 JAN 11 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CARL D. BERRY, P.A.

ARTICLE I—NAME

The name of this corporation is CARL D. BERRY, P.A.

ARTICLE II—DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III—PURPOSE

This corporation shall be engaged authorized to engage in every aspect and phase of the practice of law; to engage in any activities which will facilitate and promote the practice of law; to purchase real and personal property, enter into contracts and to carry on business necessary or incidental to the rendering of professional services of the practice of law; and any or all lawful business as attorneys and counselors at law. The practice of law is the sole and exclusive professional service to be rendered by this corporation.

ARTICLE IV—CAPITAL STOCK

This corporation is authorized to issue 500 shares with no par value, common stock which shall be designated as "Common Shares."

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than ten persons. Stock will be issued and transferred only to (1) natural persons, (2) estates, or (3) a trust as described in title 26 United States Code Section 1371 defined a qualified "small business corporation". In addition, no stock shall be issued or transferred to a nonresident alien.

ARTICLE V—PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, 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 VI—INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation is 6730A West Commercial Boulevard, Lauderhill, Florida 33319, initial registered office of this corporation is 6730A West Commercial Boulevard, Lauderhill, Florida 33319 and the name of the initial registered agent of this corporation at that address is Carl D. Berry, Esq.

ARTICLE VII—INITIAL BOARD OF DIRECTORS

This corporation shall have one director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation is:

Carl D. Berry, Esq., 6730A West Commercial Boulevard, Lauderhill, Florida 33319

ARTICLE VIII—INCORPORATORS

The name and address of the Incorporator signing these articles is: Carl D. Berry, Esq., 6730A West Commercial Boulevard, Lauderhill, Florida 33319

ARTICLE IX—INDEMNIFICATION

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


ARTICLE X—DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two thirds of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall, after paying the debts of the corporation, be distributed to the shareholders in the manner prescribed in the bylaws of this corporation.

ARTICLE XII—AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

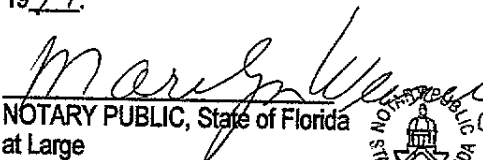
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 8 day of Jan, 1999.

By 
Carl D. Berry
Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Carl D. Berry, known to be and known by me or has produced FBI as identification, as the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 8 day of Jan, 1999.


Marilyn Weinstock
NOTARY PUBLIC, State of Florida
at Large
Commission # CC 73821
Expires May 28, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

My commission expires:

FILED
JAN 11 PM 3:03
TALLAHASSEE, FLORIDA

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.


Signature/Registered Agent

1/8/99
Date