

ATTORNEYS AT LAW

SCOTT, ROYCE, HARRIS, BRYAN, BARRA & JORGENSEN, P.A.

P99000053161

June 7, 1999

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: BUTNER & KAHLE, CPA'S, P.A.

700002899377--5

-06/09/99-01054-005

\*\*\*\*\*78.75 \*\*\*\*\*78.75

Gentlemen:

Submitted for filing please find two (2) executed copies of the Articles of Incorporation of Butner & Kahle, CPA'S, P.A. Kindly file the same of record and forward back to our office a validated copy. I am enclosing herein my firm's trust account check payable to the Department of State in the amount of \$78.75, representing your filing fee.

Thank you for your cooperation.

Very truly yours,

Kathleen M. Brandon  
*Real Estate Department*

/kmb

Enclosure(s)

FILED  
99 JUN -9 AM 10:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RICHARD K. BARRA • JOHN L. BRYAN, JR. • J. RICHARD HARRIS  
JOHN M. JORGENSEN • DONNA A. NADEAU • RAYMOND W. ROYCE  
ROBERT C. SCOTT (1925-1982) • KEVIN M. WAGNER • BRIAN K. WAXMAN

4400 PGA BOULEVARD, SUITE 800 • PALM BEACH GARDENS, FLORIDA 33410  
(561) 624-3000 • FAX (561) 624-3522 • EMAIL

T. SMITH JUN 11 1999

ARTICLES OF INCORPORATION

OF

BUTNER & KAHLE, CPA'S, P.A.

The undersigned hereby forms a Professional Service Corporation under the laws of the State of Florida, and under the following Charter of Articles of Incorporation:

ARTICLE I

The name of this Corporation shall be BUTNER & KAHLE, CPA'S, P.A.

ARTICLE II

The principal office and mailing address of the Corporation is 777 South Flagler Drive, Suite 650 East, West Palm Beach, Florida 33401.

ARTICLE III

The general nature of the business to be transacted by this Corporation shall be to engage in every aspect of the practice of public accountancy. The Corporation shall not engage in any business other than the practice of public accountancy. However, the Corporation may invest its funds in real estate, mortgages, stocks, bonds or any other type of investments, and may own real and personal property necessary for the rendering of public accounting services.

ARTICLE IV

The Corporation shall have the authority to issue Ten Thousand (10,000) shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V

The period of this Corporation's existence is perpetual.

ARTICLE VI

The street address of the initial Registered Office of this Corporation is 4400 PGA Boulevard, Suite 800, Palm Beach Gardens, Florida 33410; and the initial Registered Agent of this Corporation at that address is J. RICHARD HARRIS.

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**ARTICLE VII**

The number of Directors constituting this Corporation's initial Board of Directors is two (2), whose names and addresses are as follows:

**NARDA BUTNER**  
777 South Flagler Drive  
Suite 650 East  
West Palm Beach, Florida 33401

**CRAIG U. KAHLE**  
777 South Flagler Drive  
Suite 650 East  
West Palm Beach, Florida 33401

**ARTICLE VIII**

The name and address of the Incorporator is as follows:

**J. RICHARD HARRIS**  
4400 PGA Boulevard  
Suite 800  
Palm Beach Gardens, Florida 33410

**ARTICLE IX**

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

**ARTICLE X**

The Corporation shall indemnify its Officers, Directors and Authorized Agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereafter enacted.

**ARTICLE XI**

1. The only shareholders of this Corporation shall be other professional corporations, professional limited liability companies, or individuals who themselves are duly licensed or otherwise legally authorized to practice public accounting under the laws of the State of Florida.

2. No shareholder of the Corporation shall enter into a voting trust agreement or other type agreement vesting another person with the authority to exercise the voting power of any or all of that shareholder's stock.

3. If any officer, shareholder, agent or employee of this Corporation who has been rendering professional services to the public becomes legally disqualified to render such services within the State of Florida, or accepts

employment that, pursuant to existing law, places restrictions or limitations upon his continued rendering of such professional services, he shall sever all employment with, and financial interest in the Corporation.

4. No shareholder of the Corporation may sell or transfer his stock in this Corporation except to another professional corporation, professional limited liability company, or individual, each of which must be eligible to be a shareholder of the Corporation.

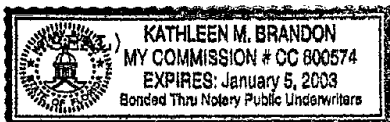
IN WITNESS WHEREOF, the undersigned Incorporator has made and executed these Articles of Incorporation of BUTNER & KAHLE, CPA'S, P.A., for the uses and purposes aforesaid this 25th day of May, 1999.

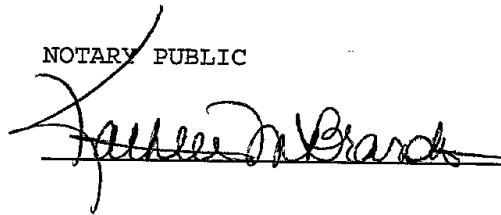
  
J. RICHARD HARRIS

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of May, 1999, by J. RICHARD HARRIS.

NOTARY PUBLIC





(Print Name)

My commission expires: \_\_\_\_\_

Commission No. \_\_\_\_\_

Personally Known ☒ OR Produced Identification \_\_\_\_\_.  
Type of identification Produced \_\_\_\_\_.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

\* \* \* \* \*

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted,  
in compliance with said Act:

First, that BUTNER & KAHLE, CPA'S, P.A., desiring to organize under the  
laws of the State of Florida, with its principal office, as indicated in the  
Articles of Incorporation at the City of West Palm Beach, County of Palm Beach,  
State of Florida, has named J. RICHARD HARRIS, of 4400 PGA Boulevard, Suite 800,  
Palm Beach Gardens, Florida 33410, as its Agent to accept Service of Process  
within this state.

A C K N O W L E D G M E N T

Having been named to accept Service of Process for the above stated  
Corporation, at place designated in this Certificate, I hereby accept to act in  
this capacity, and agree to comply with the provisions of said Act relative to  
keeping open said office.

DATED this 25<sup>th</sup> day of May, 1999.



J. RICHARD HARRIS  
Registered Agent

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TALLAHASSEE, FLORIDA