SECRETARY OF STATE TALLAHASSEE, FLORIDA

REFERENCE :

279667

81444A

AUTHORIZATION :

COST LIMIT :

\_ EFFECTIVE DATE

ORDER DATE: June 18, 1999

ORDER TIME : 2:29 PM

ORDER NO. : 279667-005

CUSTOMER NO: 81444A

CUSTOMER: Ms. Leigh Flood

PATTERSON BOND & LATSHAW, P.A. PATTERSON BOND & LATSHAW, P.A.

Suite A

3010 S. Third Street Jacksonville, FL 32250

DOMESTIC FILING

SUSAN F. LATSHAW, P.A.

EFFECTIVE DATE:

100002909721--8 -06/18/99--01082--020

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

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS: PH 6

## ARTICLES OF INCORPORATION OF SUSAN F. LATSHAW, P.A.

FILED 99 JUN 18 AM 9: 24 SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I:

Corporate Name. The name of the corporation is SUSAN F.

LATSHAW, P.A.

EFFECTIVE DATE

Corporate Existence. The corporation shall exist in perpetuity ion of these Articles. ARTICLE II: commencing as of the execution of these Articles.

Corporate Purpose. The corporation is organized for the purpose ARTICLE III: of operating as a real estate salesperson and/or real estate broker and also as a business broker as allowed by Florida law.

Authorized Stock. The corporation is authorized to issue 10,000 ARTICLE IV: shares of common stock, par value \$1.00 each.

Initial Registered Office and Agent. The street address of the initial ARTICLE V: registered officer of the corporation is 3010 South Third Street, Jacksonville Beach, Florida 32250, with a mailing address of the same, and the name of the initial registered agent at that address of this corporation is John H. Latshaw, Jr., Esquire.

Principal Place of Business. The principal place of business of this ARTICLE VI: 158 Barberry Lane, Ponte Vedra Beach, Florida 32082. corporation shall be:

Initial Board of Directors. This corporation shall have one director ARTICLE VII: initially. The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

> Susan F. Latshaw 158 Barberry Lane Ponte Vedra Beach, FL 32082

Incorporator. The name and address of the person signing these ARTICLE VIII: Articles is John H. Latshaw, Jr., 3010 South Third Street, Jacksonville Beach, Florida 32250.

Power to Amend. The power to adopt, alter, amend or repeal ARTICLE IX: Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X: <u>Corporate Reservations</u>. The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI: Preemptive rights. Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time issue bears to the total number of shares by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the price, terms and conditions of the issue of the shares inviting it to exercise its preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

**ARTICLE XII:** <u>Indemnification</u>. Directors and officers of this Corporation shall be indemnified to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of

Incorporation this 16th day of June, 1999.

John H. Latshaw, J

STATE OF FLORIDA COUNTY OF DUVAL

**BEFORE ME**, the undersigned authority, personally appeared John H. Latshaw, Jr., to me personally known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to me that he executed said Articles freely and voluntarily and for the purposes expressed therein.

WITNESS my hand and seal this 16th day of June 1999.

LEIGH T. FLOOD COMMISSION # CC 826843

EXPIRES: May 25, 2003

Notary Public, State of Florida

My Commission Expires:

HAVING BEEN NAMED to accept service of process for Susan F. Latshaw, P.A. at the place designated in the Articles of Incorporation, I HEREBY AGREE TO ACT in this capacity and agree to comply with the provisions of all statutes relating to the property in complete performance of my duties.

DATED this 16th day of June, 1999.

ohn H. Latshaw, Jr.

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99 JUN 18 AM 9: 24
SECRETARY OF STATE
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