# JAMES L. RICHARD, P.A.

Attorney at Law

James L. Richard, ESQ. 808 Southeast Fort King Street Ocala, Florida 34471

PHONE: (352) 369-1300 FAX: (352) 351-2715

E-MAIL: rbhlaw@digital.net

August 4, 1998

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Corporate Records Bureau Division of Corporations Department of State Post Office Box 6327 Tallahassee, FL 32314

Re: David M. Lopez, P.A.

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Dear Sir/Madam:

Enclosed are the original and one duplicate of the proposed Articles of Incorporation of the above captioned corporation.

Please endorse your approval of the articles on the duplicate copy and return the copy to this office in the enclosed mailing envelope. It is understood that the original document with your endorsed approval is to be filed in your records pursuant to Florida law.

A check in the amount of \$70.00 is enclosed to cover the filing fee.

If any further charges are required, or if, for any reason, the articles do not meet current requirements, please so notify the undersigned by collect telephone call (352) 369-1300.

JAMES L. RICHARD, P.A.

James L. Richard

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- 10 No. 100

## ARTICLES OF INCORPORATION

#### **OF**

#### DAVID M. LOPEZ, P.A.

The undersigned incorporator, licensed or otherwise legally authorized to practice law in the State of Florida, associates himself with the intention of forming a professional corporation in accordance with the Florida Professional Service Corporation and Limited Liability Company Act, and adopt the following articles of incorporation for the corporation:

#### ARTICLE I

#### **NAME**

The name of the corporation shall be: DAVID M. LOPEZ, P.A.

#### ARTICLE II

#### **PURPOSES**

This corporation is organized for the following purposes:

- a. To engage in the practice of law as a professional law corporation and to carry on services incident to the practice of law. The practice of law is the sole and exclusive professional service to be rendered by this corporation.
- b. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

#### ARTICLE III

#### CAPITAL STOCK

a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be One Hundred (100) shares of common stock at \$1.00 per share par value.

- b. The consideration to be paid for each share shall be payable in lawful money or property, labor, or services.
- c. Shares of the corporation's stock and certificates shall be issued only to attorneys-at-law in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

## ARTICLE IV

#### **DURATION**

The corporation shall have perpetual existence.

#### ARTICLE V

## PRINCIPAL PLACE OF BUSINESS

The principal place of business of said corporation shall be in 6079 Avenue F., McIntosh, Florida 32664, with the privilege of having branch offices at other places within the State of Florida.

#### ARTICLE VI

#### REGISTERED AGENT

The address of this corporation's initial registered office is 6079 Avenue F., McIntosh, Florida and the name of its initial registered agent at said address is David M. Lopez.

#### ARTICLE VII

#### INCORPORATOR

The name and address of the Incorporator is as follows: David M. Lopez, 6079 Avenue F., McIntosh, Florida 32664.

## ARTICLE VIII

## **BOARD OF DIRECTORS**

The corporation shall have a board of directors consisting of one (1) person. The number of directors may be increased or decreased from time to time by a resolution of the majority of the shareholders, but shall never be less than one.

## ARTICLE IX

## INFORMAL SHAREHOLDER ACTION

Any action of the shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

## ARTICLE X

## INFORMAL DIRECTOR ACTION

If all of the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the board of directors.

## ARTICLE XI

## CORPORATE POWERS

The corporation shall have all the rights and powers now or subsequently conferred on professional corporations by the laws of the State of Florida.

### ARTICLE XII

## INDEMNIFICATION

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

#### **ARTICLE XIII**

#### **BYLAWS**

The initial director shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more that thirty (30) days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by the affirmative vote of seventy-five percent (75%) of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with the bylaws.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation on

DAVID M. LOPEZ

STATE OF FLORIDA COUNTY OF MARION

BEFORE ME, personally appeared DAVID M. LOPEZ [ To me personally known or [ as identification and is known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this \_? day of \_RUGOS 7. 1999.

Notary Public, State of Florida

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My commission expires:



James L. Richard MY COMMISSION # CC661417 EXPIRES October 29, 2001 BONDED THRU TROY FAIN INSURANCE, INC.

## ACCEPTANCE BY REGISTERED AGENT

I hereby accept my designation as Registered Agent for DAVID M. LOPEZ, P.A. as set forth in Article VI of the foregoing Articles of Incorporation, this 2 day of AUCULT, 1999.

DAVID M. LOPEZ

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