

TRANSMITTAL LETTER

P99000081253

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

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

99 SEP -7 AM 11:48  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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: James A. Pilon, P.A.  
Name (Printed or typed)

1000 Tamiami Trail North, Suite 201  
Address

Naples, Florida 34102  
City, State & Zip

(941) 263-8282  
Daytime Telephone number

000002973410--4  
-09/07/99--01070--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

ajc 9/14

ARTICLES OF INCORPORATION

OF

RODNEY D. HARVEY, P.A.

The undersigned, being a natural person and a licensed real estate professional in the State of Florida, hereby forms a professional corporation in accordance with the Florida Professional Service Corporation Act, and hereby adopts the following articles of incorporation for such corporation.

ARTICLE I

CORPORATE NAME

The name of the corporation shall be:

Rodney D. Harvey, P.A.

ARTICLE II

PURPOSE

This corporation is being organized for the following purposes:

A. To engage in practice as a licensed real estate professional under the provisions of Florida Statutes Chapter 475 and to carry on services incident thereto. The services provided by a licensed real estate professional are the sole and exclusive professional services to be rendered by the 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 and objects of the corporation.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FILED

C. The professional services of the corporation shall be carried out only through officers, employees, and agents, each of whom has been licensed as a real estate professional in the State of Florida, pursuant to the provisions of Florida Statutes Chapter 621.06.

### ARTICLE III

#### DURATION

This corporation shall have perpetual existence, commencing on the date of execution and acknowledgment of these Articles.

### ARTICLE IV

#### CAPITAL STOCK

The corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which shall be designated "common shares".

### ARTICLE V

#### CAPITALIZATION

The amount of capital with which the corporation will begin is not less than five thousand (\$5,000.00) dollars.

### ARTICLE VI

#### PRINCIPAL OFFICE

The principal office of this corporation shall be located at 4480 7<sup>th</sup> Avenue NW, Naples, Florida 34119.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 4099 Tamiami Trail North, Naples, Florida 34105, and the name of the initial registered agent of the corporation at that address Rodney D. Harvey. The officers may from time to time select and so communicate by appropriate notice to the Department of State, another registered office or registered agent or both.

ARTICLE VIII

CORPORATE POWERS

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

ARTICLE IX

INCORPORATOR

The name and address of the person signing these articles of incorporation are Rodney D. Harvey, 4480 7<sup>th</sup> Avenue NW, Naples, Florida 34119.

ARTICLE X

DIRECTORS

The corporation is to be managed by a board of directors. The initial board of directors shall consist of one (1) member. The name and address of the initial director is: Rodney D.

Harvey, 4099 Tamiami Trail North, Naples, Florida 34105. The initial director shall hold office until his successor or successors are elected and qualify as provided in the bylaws. The term of office of each director shall be two (2) years and until the election and qualification of a successor. The number of directors set forth herein and constituting the initial board of directors shall be the authorized number of directors until such number is changed by a bylaw duly adopted by the shareholders.

#### ARTICLE XI

#### BYLAWS

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

#### ARTICLE XII

#### DISSOLUTION

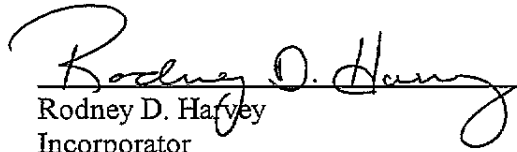
The corporation may be dissolved at any time by the unanimous written consent of the shareholders; or on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

ARTICLE XIII

S-ELECTION

The Corporation elects to be taxed as a "small business corporation" for income tax purposes under the provisions of Section 1372, Internal Revenue Code, and the proper officers of the corporation are authorized and directed to evidence such election by completing and filing Form 2553 of the United States Treasury Department, Internal Revenue Service.

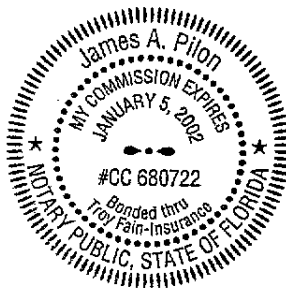
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 3<sup>rd</sup> day of September, 1999.

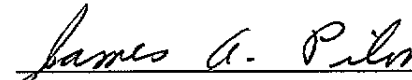
  
Rodney D. Harvey  
Incorporator

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 3<sup>rd</sup> day of September, 1999, by Rodney D. Harvey, who is personally known to me or provided a Florida Driver License as identification and who did not take an oath.

(SEAL)



  
NOTARY PUBLIC  
My Commission Expires:  
Commission No:  
JAMES A. PILON  
Typed or Printed Name of Notary

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

Pursuant to Chapter 48.091 and Chapter 607, Florida Statutes, the following is submitted,  
in compliance with said Act:

THAT, Rodney D. Harvey, P.A., desiring to organize under the laws of the State of  
Florida with its principal office, as indicated in the Articles of Incorporation in the City of Naples,  
County of Collier, State of Florida, has named Rodney D. Harvey, located at 4099 Tamiami Trail  
North, City of Naples, County of Collier, State of Florida, as its agent to accept service of  
process within this state.

**ACKNOWLEDGMENT**

Having been named to accept service of process of 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.

By: *Rodney D. Harvey*  
Rodney D. Harvey

**FILED**  
99 SEP - 7 AM 11:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA