

PA000084519

Rhoton & Hayman, P.A.  
Attorneys At Law

412 East Madison Street  
Suite 1111  
Tampa, Florida 33602

Telephone (813) 228-0070  
Fax (813) 221-2182

September 7, 1999

Secretary of State  
Corporation Division  
P.O. Box 6327  
Tallahassee, FL 32314

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-09/09/99--01029--008  
\*\*\*\*122.50 \*\*\*\*\*78.75

RE: RHOTON & HAYMAN, P.A.

Dear Sir/Madam:

Enclosed is an original and one copy of our proposed Articles of Incorporation. Additionally you will find enclosed a check for \$122.50, and a self-addressed stamped envelope. If you would please file these Articles of Incorporation and return one copy along with the corporate charter to our office, it would be greatly appreciated.

Once again thank you for your prompt attention to this matter.

Sincerely,

Loren D. Rhoton

FILED  
99 SEP 23 AM 7:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T BROWN SEP 24 1999



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

September 16, 1999

LOREN D. PHOTON, P.A.  
412 E. MADISON STREET, SUITE 1111  
TAMPA, FL 33602

SUBJECT: RHOTON & HAYMAN, P.A.  
Ref. Number: W99000021259

We have received your document for RHOTON & HAYMAN, P.A. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Teresa Brown  
Corporate Specialist

Letter Number: 799A00045491

412 East Madison Street  
Suite 1111  
Tampa, FL 33602

# RHOTON & HAYMAN, P.A.

Attorneys At Law

Telephone 813-226-3138  
Fax 813-221-2182

September 21, 1999

Ms. Teresa Brown  
Corporate Specialist  
Secretary of State  
Corporation Division  
P.O. Box 6327  
Tallahassee, FL 32314

RE: RHOTON & HAYMAN, P.A.

Dear Ms. Brown:

Enclosed is an original and one copy of our proposed Articles of Incorporation as was requested in your letter of September 16, 1999 (letter enclosed). Please let me know if you require anything else and I will be happy to comply.

Once again thank you for your prompt attention to this matter.

Sincerely,



Loren D. Rhoton

**ARTICLES OF INCORPORATION**

**OF**

**RHOTON & HAYMAN, P.A.**

**FILED**  
99 SEP 23 AM 7:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned natural persons, each of whom is licensed or otherwise legally authorized to practice the profession of Law in the State of Florida, hereby associate themselves with the intention of forming a professional corporation in accordance with the Florida Professional Service Corporation Act, and hereby adopt the following articles of incorporation for such corporation:

**I. NAME**

The name of the corporation is RHOTON & HAYMAN, P.A.

**II. ADDRESS OF CORPORATION**

The address of the corporation is 412 Madison Street, Suite 1111, Tampa, Florida 33602.

**III. DURATION**

The period of the corporation's duration shall be Perpetual or until dissolved on a vote of the shareholders as hereafter provided.

**IV. PURPOSE**

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 thereto. 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.

c. The professional services of this corporation shall be carried out only through officers,

employees, an agents, each of whom has been admitted to the bar of, and is duly authorized to practice law in, the State of Florida.

**V. CAPITAL STOCK**

The maximum number of shares of stock that this corporation shall be authorized to issue is 1000 shares.

Shares shall be a single class of common stock, and shall have a par value of One Dollar (\$1.00) per share.

**VI. CAPITALIZATION**

The amount of capital with which the corporation will begin to practice the profession of Law is not less than Five Hundred Dollars (\$500.00).

**VII. PRINCIPAL OFFICE**

The Address of the corporation's principal office is 412 Madison Street, Suite 1111, City of Tampa, County of Hillsborough, State of Florida, 33602. The name of the initial registered agent of the corporation, located at such office is LOREN D. RHOTON.

**VIII. CORPORATE POWERS**

The corporation shall have all the rights and powers now or hereafter conferred on professional corporations by the laws of the State of Florida, including, but not limited to those powers, as set forth in Florida Statute Chapter 607.0302.

**IX. SUBSCRIBERS**

The name and address of each person signing these articles of incorporation as a subscriber is:

Name	Address
<u>Loren D. Rhoton</u>	1523 Attleboro Lane, Tampa, Florida 33511

Stephen D. Hayman

223838 Sonoma Lane, Lutz, Florida 33549.

**X.**

**DIRECTORS**

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is Two (2), and the names and addresses of the initial directors are

**Name**

**Address**

Loren D. Rhoton

1523 Attleboro Lane, Tampa, Florida 33511

Stephen D. Hayman

223838 Sonoma Lane, Lutz, Florida 33549.

The initial board of directors shall hold office until their successors are elected and qualify as provided in the bylaws. Thereafter the term of office of each director shall be One Year 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.

**XII.**

**BYLAWS**

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than thirty days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by the affirmative vote of two-thirds (2/3) of the shareholders, then internal affairs of the corporation are to be regulated and managed in accordance with such bylaws.

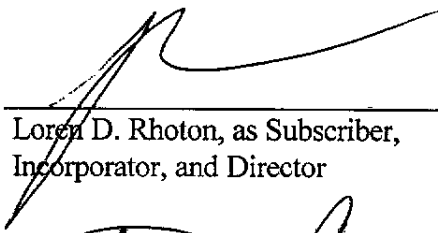
**XIII.**

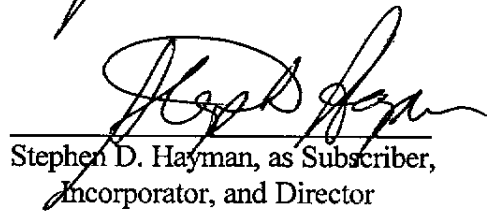
**DISSOLUTION**

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 (2/3) of the

outstanding shares of th 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.

**In witness hereof**, we, the undersigned incorporators of this corporation, have executed these articles of incorporation at Tampa, Hillsborough County, Florida, on this 3rd day of September, 1999.

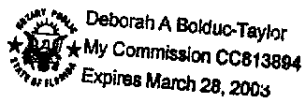
  
Loren D. Rhoton, as Subscriber,  
Incorporator, and Director


  
Stephen D. Hayman, as Subscriber,  
Incorporator, and Director

**STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH**

**I HEREBY CERTIFY** that on this day before me, a Notary Public authorized in the State and County aforesaid to take acknowledgments, LOREN D. RHOTON, and STEPHEN D. HAYMAN to me known to be the persons described in and who executed the foregoing Articles of Incorporation as subscribers and directors, and they acknowledged before me that they signed the same for the uses and purposes therein set forth.

Witness, my hand and official seal at Tampa, Florida, this 21<sup>st</sup> day of September, 1999.



  
NOTARY PUBLIC- STATE OF FLORIDA  
Print Name: Deborah A. Bolduc-Taylor

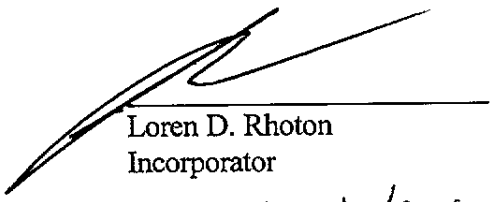
**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/ REGISTERED OFFICE OF**  
**RHOTON & HAYMAN, P.A.**

**FILED**  
99 SEP 23 AM 7:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501 and 48.091, Florida Statutes, the following Corporation desiring to organize under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: **RHOTON & HAYMAN, P.A.**
2. The name and address of the registered agent office is

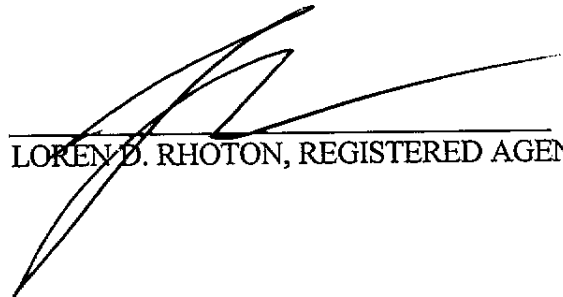
**LOREN D. RHOTON**  
**412 MADISON STREET, SUITE 1111**  
**TAMPA, FLORIDA 33602**

  
Loren D. Rhoton  
Incorporator

Dated: 9/21/99

**ACCEPTANCE OF REGISTERED AGENT**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF CORPORATION AND 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.

  
LOREN D. RHOTON, REGISTERED AGENT