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September 28, 1999

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-10/04/99--01112--019  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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

Re: KAVOUKLIS LAW GROUP, P.A.

EFFECTIVE DATE  
10-1-99

Dear Sir or Madam,

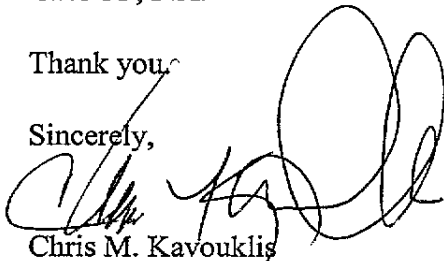
Enclosed please find:

1. An original and copy of the Articles of Incorporation for KAVOUKLIS LAW GROUP, P.A.;
2. A check for \$70.00 to cover the filing fee is also enclosed; and
3. A designation and acceptance of registered agent, duly executed

Please return a stamped copy of the filed Articles of Incorporation for KAVOUKLIS LAW GROUP, P.A.

Thank you,

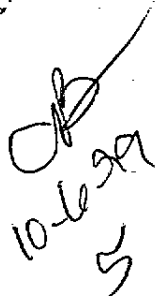
Sincerely,

  
Chris M. Kavouklis  
Registered Agent

CMK:JRG

Enclosures

FILED  
99 OCT -4 PM 2:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

  
10-6-99  
5

**ARTICLES OF INCORPORATION  
OF  
KAVOUKLIS LAW GROUP, P.A.**

**FILED**  
99 OCT -4 PM 2:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED Natural persons, who are licensed or otherwise legally authorized to practice the profession of law in the State of Florida, for the purpose of forming a professional corporation in accordance with the Florida Professional Service Corporation Act, Chapter 621, Florida Statutes, hereby adopts the following articles of incorporation for such corporation:

**ARTICLE I.  
NAME**

The name of the corporation is:

KAVOUKLIS LAW GROUP, P.A.

**ARTICLE II.  
DURATION**

**EFFECTIVE DATE**  
10-1-99

The corporation shall have perpetual existence commencing on October 1, 1999

**ARTICLE III.  
PURPOSES**

The purpose for which the corporation is organized is to engage in the practice of law; to provide clients with an informed understanding of the client's legal rights and understanding and explain their practical implications; to advocate the client's position under the rule of law; to represent, negotiate, and evaluate for the clients and seek results advantageous to the clients but consistent with requirements of honest dealing with others; to own and operate a law office; and to engage in all legal related activities.

**ARTICLE IV.  
CAPITAL STOCK**

- (a) The corporation is authorized to issue 1,000 shares of \$ .10 par value common stock.
- (b) Shares may only be issued to, held by, or transferred to a person who is licensed to practice law in the State of Florida or who is otherwise eligible to be a shareholder under the Florida Professional Corporation Act.

**ARTICLE V.  
QUORUM FOR STOCKHOLDERS MEETINGS**

Unless otherwise provided for in the Corporation's bylaws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

**ARTICLE VI.  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of this corporation is:  
1000 North Ashley Drive  
Suite 604  
Tampa, FL 33602

and the name of the initial registered agent of the corporation at such address is CHRIS M. KAVOUKLIS.

#### **ARTICLE VII. INITIAL BOARD OF DIRECTORS**

The corporation shall have at least one (2) director initially. The number of directors may be either increased or diminished from time to time in the manner provided in the bylaws but shall never be less than one. The name and address of the initial directors of the corporation are as follows:

MICHAEL N. KAVOUKLIS  
9605 Springbrook Drive  
Riverview, FL 33569

CHRIS M. KAVOUKKLIS  
2601 Jetton Avenue  
Tampa, FL 33629

#### **ARTICLE VIII. INCORPORATORS**

The name and address of the Corporation's incorporators is:

MICHAEL N. KAVOUKLIS  
9605 Springbrook Drive  
Riverview, FL 33659

CHRIS M. KAVOUKLIS  
2601 Jetton Avenue  
Tampa, FL 33629

#### **ARTICLE IX. RESTRICTIONS ON TRANSFER OF CAPITAL STOCK**

Unless otherwise provided in the corporation's bylaws, no shares of the capital stock of this corporation may be transferred without the prior approval of the corporation's Board of Directors.

#### **ARTICLE X. INDEMNIFICATION**

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 or duly enacted rules of professional and ethical conduct existing now or hereinafter enacted.

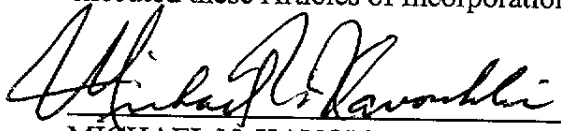
# ARTICLE XI. PREEMPTIVE RIGHTS

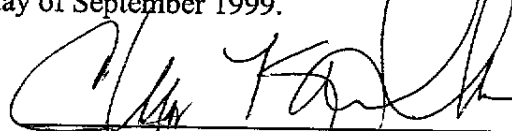
The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, those shares of the common stock of this corporation which may be issued from time to time for money, property, or past services in addition to that stock authorized and issued by the corporation. The preemptive right of any shareholder is determined by the ratio of the authorized and issued shares of common stock held by the holder and all shares of common stock currently authorized and issued.

# ARTICLE XII. DISSOLUTION BY OPERATION OF LAW

Should, at any time, the corporation cease to have a shareholder licensed to practice dentistry in the state of Florida, or who is otherwise eligible to be a shareholder under the Florida Professional Corporation Act, and actually practicing, except during periods of disability, or should the Corporation fail to redeem, cancel or transfer within a reasonable time the shares of a deceased, retired, or disqualified shareholder, the corporation shall cease to be a professional corporation and shall operate as a corporation for profit organized under the general corporation laws of the State of Florida for the sole purpose of liquidation.

IN WITNESS WHEREOF, the undersigned incorporator and registered agent have executed these Articles of Incorporation the 28th day of September 1999.

  
MICHAEL N. KAVOUKLIS, Esquire  
Incorporator

  
CHRIS M. KAVOUKLIS, Esquire  
Incorporator & Registered Agent

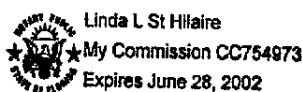
STATE OF FLORIDA                     )  
COUNTY OF HILLSBOROUGH        ) SS:

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared CHRIS M. KAVOUKLIS and MICHAEL N. KAVOUKLIS known to me and known by me to be the persons who are subscribed to the within instrument and acknowledged that each executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal in the state and county aforesaid, this 28th day of September 1999.

  
Notary Public, State of Florida

My Commission Expires:



**DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT**

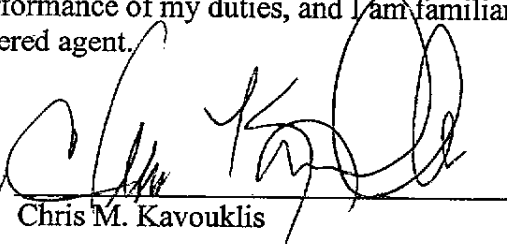
Pursuant to the provisions of the Florida Professional Service Corporation Act, Chapter 621, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent in the State of Florida:

1. The name of the corporation is KAVOUKLIS LAW GROUP, P.A.;
2. The name of the registered agent is CHRIS M. KAVOUKLIS; and
3. The address of the registered agent / registered office is 1000 Ashley Drive North, Suite 604, Tampa, Florida 33602.

**ACCEPTANCE**

Having been named as Registered Agent and designated to accept service of process for the above corporation, 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 and accept the obligations of my position as registered agent.

By

  
Chris M. Kavouklis

Date: September 28, 1999

99 OCT -4 PM 2:10  
FILED  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA