

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P99000109497

Russell T. Walters, P.A.

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*****70.00 *****70.00

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- _____ Cert. Copy _____
- ☒ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

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Date 12/20

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ARTICLES OF INCORPORATION

OF

RUSSELL T. WALTERS, P.A.

(A PROFESSIONAL CORPORATION)

The undersigned natural person, competent and licensed to practice as a real estate agent in the State of Florida, acting hereby as incorporator, for the purposes of forming a Professional Service Corporation for profit under the provisions of Section 671, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation.

ARTICLE I NAME OF CORPORATION, PRINCIPAL
OFFICE AND MAILING ADDRESS

(a) The name of the corporation shall be Russell T. Walters, P.A.:

(b) The principal office of this corporation shall be 34890 Emerald Coast Parkway, Destin, Florida 32541;

(c) The mailing address of this corporation shall be P.O. Box 1397, Destin, Florida 32540;

ARTICLE II PURPOSES

1. To invest its funds in real estate, mortgages, stock, bonds and any other type of investment permitted by law;

2. To engage in no other business other than the rendition of professional services specified herein;

3. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the state of Florida.

ARTICLE III CAPITAL STOCK

(a) The maximum number of shares of stock that this corporation is authorized to have outstanding at any time shall be 5,000 shares of common stock at One Dollars (\$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 stock and certificates shall be issued only to real estate agents 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 REGISTERED AGENT

The address of this corporation's initial registered agent is 1221 Airport Road, Suite 208, Destin, Florida 32541 and the name of its initial registered agent at said address is David A. Owen.

ARTICLE VI INCORPORATOR

The name and address of the incorporator is as follows:

Russell T. Walters
P.O. Box 1379
Destin, Florida 32540

ARTICLE VII BOARD OF DIRECTORS

The corporation shall have a Board of Directors consisting of one person. The number of Directors may be increased or decreased from time to time by resolution of the majority of the stockholders but shall never be less than one. The name and address of the initial Director of this corporation is:

Russell T. Walters
P.O. Box 1379
Destin, Florida 32540

ARTICLE VIII INFORMATION 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 IX SEVERANCE AND TERMINATION OF EMPLOYMENT

If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

ARTICLE X INFORMATION DIRECTOR ACTION

If all of the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, then 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 INDEMNIFICATION

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

ARTICLE XII BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and stockholders, provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

IN WITNESS WHEREOF, the undersigned incorporator has
executed these Articles of Incorporation in the State of Florida,
this 16th day of December, 1999.

Russell T. Walters
Incorporator

STATE OF FLORIDA
COUNTY OF OKALOOSA

Before me, the undersigned authority, personally appeared
Russell T. Walters, who is known to me to be the person described
in and who executed the foregoing Articles of Incorporation as
the Incorporator, and he acknowledged to and before me that he
executed the same for the uses and purposes therein mentioned and
set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal
this 16th day of December, 1999.

Tiffany Donaldson
Notary

Tiffany Donaldson
Print Name

[SEAL]



Tiffany Donaldson
MY COMMISSION # CC640289 EXPIRES
May 25, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, 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 Russell T. Walters, P.A.
2. The name and address of the registered agent and office is:

David A. Owen
1221 Airport Road, Suite 208
Destin, FL 32541

SIGNATURE

Russell T. Walters
(Corporate Officer)

TITLE

Incorporator

DATE

12/16/99

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

SIGNATURE

[Signature]

DATE

12/16/99

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SECRETARY OF STATE
TALLAHASSEE FLORIDA