

PO8000092610

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000136789090

10/13/08--01018--017 **78.75

RECEIVED FILED
08 OCT 13 AM 11:12
08 OCT 13 AM 11:42
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
JERRY G. ...
TALLAHASSEE, FLORIDA

J. Shivers OCT 14 2008

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Kalogianis Law Firm
PA

- 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 _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
2008 OCT 13 AM 11:42
FILED

Signature _____

Requested by Seth 10/13 11:00
Name Date Time

Walk-In _____ Will Pick Up _____

**ARTICLES OF INCORPORATION
OF
KALOGIANIS LAW FIRM, P.A.**

The undersigned, acting as incorporator, hereby adopts these Articles of Incorporation and forms a profit corporation (the "**Corporation**") under the Florida Professional Service Corporation Act (the "**Act**") and other laws of the State of Florida, as follows:

**ARTICLE I
Name**

The name of the corporation is:

KALOGIANIS LAW FIRM, P.A.

**ARTICLE II
Term of Existence**

The date when corporate existence will commence shall be upon the filing of these Articles of Incorporation, in accordance with the provisions of the Section 607.0203 (1) of the Act, and the Corporation shall have perpetual existence thereafter.

**ARTICLE III
Principal Office**

The principal office of the Corporation is 8520 Government Drive, Suite #1, New Port Richey, Florida 34654.

**ARTICLE IV
Nature of Business and Purpose**

The corporation is organized for the following purposes:

(a) To engage in every phase and aspect of the business of rendering the same professional services to the public that an attorney at law, duly licensed under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees, and agents of the Corporation who are duly licensed under the laws of the State of Florida to practice and render legal services therein.

(b) To invest the funds of the Corporation in the real estate, mortgages, stocks, bonds, or any other type of investments, and to own real or personal property necessary for the rendering of such professional services.

SECRETARY
WILLAHASSEL FLORES
2009 OCT 13 AM 11:22

FILED

(c) To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objectives of the Corporation enumerated in these Articles of Incorporation, or any amendment thereto, necessary or incidental to the protection and benefit of the Corporation; and in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of furtherance of such purposes or objectives of the Corporation.

(d) The Corporation may conduct and transact any business lawfully authorized and not prohibited by the Act as the same may be from time to time amended; provided, however, and notwithstanding the generality of the foregoing, the Corporation shall not conduct a banking, safe deposit, trust, insurance, surety, express, building and loan association, mutual fire insurance association, cooperative association, fraternal benefits society, state fair or exposition.

ARTICLE V **Capital Stock**

(a) The Corporation is authorized to issue 1000 shares of one dollar (\$1.00) par value common stock, which shall be designated Common Stock.

(b) All or any portion of the Common Stock may be issued in payment for real or personal property, past services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the Common Stock so to be issued as hereinabove set forth, and when so issued shall become and be fully paid and nonassessable, the same as though paid for in cash; and the Board of Directors shall be the sole judge of the value of any property, right or thing acquired in exchange for Common Stock and its judgment of such value will be conclusive.

(c) Notwithstanding the foregoing, the Corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase, the designations, preferences, voting powers or restrictions, or qualifications of voting powers, of such additional stock, in an amendment to its Articles of Incorporation.

ARTICLE VI **Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is **8520 Government Drive, Suite 1, New Port Richey, Florida, 34654** and the name of its initial registered agent at such address is Constantine Kalogianis.

ARTICLE VII
Directors

The Corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time in accordance with the bylaws of the Corporation, provided that the Corporation shall always have at least one (1) director and no more than ten (10) directors. The name and address of the initial director of the Corporation, who shall serve until his successor(s) is(are) duly elected and qualified, are:

| <u>Name</u> | <u>Address</u> |
|------------------------|---|
| Constantine Kalogianis | 8520 Government Drive, Suite 1 New Port Richey, FL 34654 |

ARTICLE VIII
Incorporator

The name and address of the incorporator signing these Articles of Incorporation, is:

| <u>Name</u> | <u>Address</u> |
|------------------------|---|
| Constantine Kalogianis | 8520 Government Drive, Suite 1 New Port Richey, FL 34654 |

ARTICLE IX
Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Corporation's board of directors.

ARTICLE X
Stockholders

(a) The Corporation's Common Stock shall be issued only to individuals who are duly licensed to render services as attorneys at law under the laws of the State of Florida. No shareholder of the Corporation may sell or transfer his or her shares of Common Stock except to another individual who is eligible to be a shareholder of the Corporation because such person is duly licensed as an attorney at law under the laws of the State of Florida.

(b) If any shareholder of the Corporation becomes legally disqualified within Florida to render professional legal services or accepts employment which, pursuant to existing law, places restrictions or limitations upon such shareholder's continued

rendering of such professional legal services, such shareholder shall sever all employment with and financial interest in the Corporation.

(c) No shareholder of the Corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares of the Corporation's Common Stock.

ARTICLE XI **Indemnification**

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

ARTICLE XIII **Additional Corporate Powers**

In furtherance, and not in limitation of the general powers conferred by the laws of the State of Florida and of the purposes and objectives hereinabove stated, the Corporation shall have all of the following powers:

(d) To enter into, or become a partner in, any arrangement for sharing profits, union of interest or corporation, joint venture or otherwise, with any person, firm or corporation, to carry any business which this Corporation has the direct or incidental authority to pursue.

(e) At its option, to purchase and acquire in accordance with applicable law, any or all shares owned and held by any shareholder who desires to sell, transfer or otherwise dispose of his shares, or any or all shares owned and held by a shareholder who dies, all in accordance with the ByLaws or as provided by a stock purchase agreement setting forth the terms and conditions of such purchase; provide, however, the capital of the Corporation cannot be impaired thereby.

(f) To adopt, for the benefit of employees, one or more of the following: (1) a pension plan, (2) a profit-sharing plan, (3) a stock bonus plan, (4) a thrift (savings) plan, or (5) other retirement, incentive compensation or employee benefit plan.

ARTICLE XIII **Amendment**

These Articles of Incorporation may be amended from time to time in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles this 7th day of October, 2008.



Constantine Kalogianis
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the above stated Corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Date: 10/7/2008



Constantine Kalogianis

FILED
2008 OCT 13 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA