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FLORIDA PROFIT/NON PROFIT CORPORATION

raul favila, p.a.

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October 26, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

EMPIRE CORPORATE KIT COMPANY

SUBJECT: RAUL DAVILA, P.A.
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The complete document was not received. Please refax the complete document, including the electronic filing cover sheet.

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.")

The registered agent must sign accepting the designation.

An effective date may be added to the Articles of Incorporation if a 2007 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

If you have any further questions concerning your document, please call (850) 245-6879.

Ruby Dunlap
Regulatory Specialist
New Filing Section

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

RAUL DAVILA, P.A.

The undersigned incorporator hereby executes, acknowledges and files with Florida Department of State the following Articles of Incorporation (the "Articles") for the purpose of organizing a professional service corporation (the "Corporation") following Chapter 621, Florida Statutes (the "Act"), to wit:

ARTICLE I- NAME

The name of the Corporation is Raul Davila, P.A.

ARTICLE II-PRINCIPAL OFFICE

The initial principal place of business or mailing address of the Corporation shall be located at 782 NW 42nd Avenue 6th Floor Suite 632 Miami, Fl. 33126.

ARTICLE III- TERM OF EXISTENCE

The Corporation shall commence its corporate existence upon filing of these articles with the Florida Department of State, and shall have perpetual existence thereafter, unless sooner dissolved.

ARTICLE IV-PURPOSE

The Corporation is organized for the purposes of engaging in the practice of the Immigration and Social security Law (its "Practice"). The professional services involved in the Corporation's Practice may be rendered only through its directors, officers, agents and employees who shall be duly authorized and licensed to render immigration and social security legal services. The term "employees" does not include clerks, secretaries, bookkeepers and other assistants.

The Corporation shall not engage in any business other than those of its Practice. However, this Corporation may invest its funds in real estate, mortgages, stocks, bonds, and other types of investments, and may own real and personal necessary for the rendering of its professional services.

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ARTICLE V- AUTHORIZED SHARES

- A. The Corporation is authorized to issue One Hundred thousand (100,000) shares of common stock, each such share of stock to be One Cent of United States Dollar each (\$0.01) par value and to be entitled to one vote at shareholder's meetings.
- B. The shares of stock may be issued, and henceforth will be deemed fully paid and non-assessable for consideration deemed adequate by the board of directors of the Corporation, as may be permissible under the current Florida Statutes.
- C. Notwithstanding the foregoing, the shares of stock of this Corporation may be issued, owned and registered only in the name or names of an individual or individuals who are duly authorized or licensed to render immigration and social security services. In the event that a shareholder:
1. becomes disqualified to practice as lawyer, or
 2. is elected to public office or accepts employment, that pursuant to lawyer services, places restriction or limitations upon his/her continued rendering of professional services as such or
 3. sells, transfers, hypothecates or pledges, or attempts to sell, transfer, hypothecate or pledge any shares of stock in this Corporation to any person ineligible by lawyer or by virtue of these Articles to be a shareholder in this Corporation, or if such sale, transfer, hypothecation or pledge or attempt to sell, transfer, hypothecate or pledge is made in a manner prohibited by lawyer, or in a manner inconsistent with the provision of this Articles, or the bylaws of this Corporation, or
 4. suffers an execution to be levied upon his/her shares of stock, or it is subjected to judicial sale or other process, the effect of which is to vest any legal or equitable interest in such shares of stock in some person other than the shareholders.

then the stock of such shareholder shall immediately stand forfeited and such stock shall be immediately canceled by this Corporation and the shareholder or other person in possession of such stock shall be entitled only to receive payment of the value of such shares of stock, which, in the absence of bylaws, provisions or written agreement between the Corporation and its shareholders, or written agreement among its shareholders shall be the book of the value thereof as of the last day of the month preceding the month in which any of the above enumerated events occurs. The shareholder whose shares of stock become so forfeited and is canceled by the Corporation, shall forthwith cease to be an employee, officer, director or agent of the Corporation, and except in regards to receiving payment for his/her shares of stock in accordance with the foregoing, and payment of any other amount then lawfully due and owing to said shareholder by the

Corporation, such shareholder shall then and thereafter have no further financial interest of any kind in this Corporation.

- D. Upon the death or incapacity of a shareholder, his/her shares of stock shall be subjected to purchase by the corporation or by the other shareholders at such price and upon such terms and conditions and in such manner as may be provided for in the bylaws of this Corporation, or by written agreement between the Corporation and its shareholders or by written agreement among the shareholders, in a manner consistent with the law and these Articles.
- E. No shareholders of this Corporation may sell or transfer any of such shareholder's shares of stock in this Corporation except to another individual who is then duly authorized to practice Immigration and Social Security Law.

ARTICLE VI- BOARD OF DIRECTORS

All corporate powers shall be exercised by and under authority of, and the business and affairs of the Corporation shall be managed under the direction of its board of directors who shall be duly licensed to practice Immigration and Social Security Law.

Any and all the powers and duties conferred to or imposed upon the board of directors by resolution of the shareholders, adopted at special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall provided by the shareholders. Once a quorum at a directors' meeting has been established, the affirmative vote of a majority of the directors present is the act of the directors.

The Corporation shall have one (1) director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the Corporation. The initial director, who shall hold office until her successor have been elected and qualified, is:

Name of Director:

Raul Davila

Director's Address:

782 NW 42nd Ave.
6th Floor Suite 632
Miami, FL 33126

ARTICLE VII INDEMNIFICATION

The Corporation shall have the power to indemnify and insure, the discretion of its board of directors, or its shareholders, directors, officers or other persons exercising the Corporation's powers and duties ("the persons"), including when such persons are, or were, serving in any such capacity, at the request of the Corporation as well as its independent legal counsel, to the fullest extent permitted and in the manner provided by the Act, in another Corporation or enterprise, whenever such persons are made a party, or are threatened to be made a party, to any threatened, pending or complete action suit, or proceeding, whether civil, criminal, administrative, or investigative, at any state of such legal proceedings, for all expenses and amounts paid in settlement, except as may be limited by the Act.

ARTICLE VIII-BY LAWS

The power to adopt, alter, amend or repeal bylaw shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders provide that such bylaw shall be not altered, amend or repealed by the board of directors.

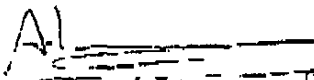
ARTICLE IX- INCORPORATOR

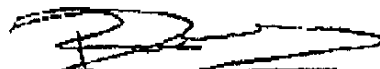
The subscriber to these Articles is Raul Davila whose address has been expressed before, who is an Immigration and Social Security attorney and is the holder of the current license, as such professional issued by the Supreme Court of Louisiana (the "License") copy of which are attached hereto.

ARTICLE X- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial office of the corporation is 782 NW 42nd Avenue 6th Floor Suite 632 Miami, Fl. 33126 and the name of the initial registered agent of the Corporation at that address is Alejandro Vazquez. The registered agent hereby accept such designation and agrees to comply with the provisions of all statutes relative to the proper and complete performance of such office, and accepts his duties and obligations under Florida Statues.

IN WITNESS WHEREOF, the undersigned, hereby execute and file these articles of Incorporation in the City of Miami, State of Florida, on


Alejandro Vazquez, Registered Agent


Raul Davila

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