

P96000034729

Law Office of
JEFFREY J. PARDO
Attorney and Counselor at Law

FILED
APR 19 11:24 AM
TALLAHASSEE, FLORIDA

April 10, 1996

Division of Corporations
Florida Secretary of State
P.O. Box 6327
Tallahassee, Florida 32314

300001787759
-04/22/96--01005--018
****122.50 ****122.50

In Re: **Zarco & Pardo, P.A.**

Dear Director McKinnon,

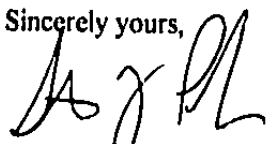
Enclosed herewith please find an original and one original copy of the Articles of Incorporation for **Zarco & Pardo, P.A.**. In addition, please find our firm check in the sum of \$122.50 to cover the following:

filing fee at	\$ 35.00
certified copy at	\$ 52.50
<u>resident fee at</u>	<u>\$ 35.00</u>
Total	\$ 122.50

Please file these Articles of Incorporation, assign it a charter number, and return a certified copy of the Articles to my office at your earliest convenience.

Thanking you for your courtesy and cooperation with this matter, I am

Sincerely yours,


JEFFREY J. PARDO
Encl. a/s

P.O. Box 399116 • Miami Beach, Florida 33239-9116
Phone: (305)439-3980 • Fax: (305) 674-0116

D. BROWN APR 22 1996

Articles of Incorporation
For
Zarco & Pardo, P.A.

FILED
JAN 19 11 17
CLERK OF THE COURT
STATE OF FLORIDA

I, the undersigned, declare my organization for the practice of law as a professional corporation for profit under Chapters 621, 607 and other applicable laws of the State of Florida, and do hereby certify that I have become such corporation under and pursuant to the following Articles of Incorporation.

- I. The name of the professional association is **Zarco & Pardo, P.A.**

- II. The general nature of the business to be transacted by said corporation shall be and is as follows:
 - A. To provide professional legal services as permitted by law;
 - B. For the purpose of carrying on the aforesaid profession, to conduct any of the business of the corporation, either as principal or agent, or in any other manner, or any other basis permitted by law; and,
 - C. The foregoing clauses shall each be construed as purposes, objects and powers and it is hereby expressly provided that the enumeration herein of specific purposes, objects and powers shall not be held to limit or restrict in any manner the general powers of the corporation; and the matters expressed in each clause shall, except as expressly otherwise provided, be in no ways limited by reference to or inference from terms of any other clause, but shall be regarded as independent purposes, objects and powers.

- III. The maximum number of shares of stock that this corporation is authorized to have issued and outstanding at any time is **five thousand (5,000) shares of \$1.00 par value**. Said stock may be issued by the board of directors of the corporation either for cash, wholly or in part, for labor, services, contracts, mortgages, choses in action or property of any kind, nature or description whatsoever, at a valuation to be fixed by the Board of Directors, according to the ByLaws of the Company, which valuation, in their judgment, shall seem adequate; and the vote or consent of the stock holders shall not be necessary for such issue. Each member of the Board of Directors shall vote their respective shares in any decision of the Board and shall constitute the official action of the Board of Directors. When this consideration fixed by the Board of Directors for said stock has been fully paid and delivered, any and all shares so issued therefore shall be fully paid stock and not subject to any further call or assessment thereon.

- IV. The minimum amount of capital with which this corporation does hereby begin business shall be and is the sum of Five Hundred (\$500) Dollars.
- V. The duration of the corporation is to be perpetual.
- VI. The principal office of this corporation shall be and is located at **International Place, Suite 2700, 100 S.E. 2nd Street, Miami, Florida 33131**, with the privilege of having branch offices at other places.
- VII. The number of its directors is to be not less than one (1) nor more than five (5). Directors need not be stockholders. The Board of Directors shall be elected by the shareholders in accordance with the numbers of shares issued to each shareholder.
- VIII. The names and post office addresses of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation, the By laws of this corporation and the laws of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are as follows:

Robert Zarco
President and Treasurer
International Place, Suite 2700
100 S.E. 2nd Street
Miami, Florida 33131

Stevan J. Pardo
Vice President and Secretary
International Place, Suite 2700
100 S.E. 2nd Street
Miami, Florida 33131

- IX. The names and post office addresses of each subscriber of these Articles of Incorporation and a statement of the number of shares of stock which each agrees to take in the corporation are as follows, the proceeds of which shall amount to at least \$500:

Robert Zarco
International Place, Suite 2700
100 S.E. 2nd Street
Miami, Florida 33131
999 shares

Stevan J. Pardo
International Place, Suite 2700
100 S.E. 2nd Street
Miami, Florida 33131
1 share

The officers of this corporation shall be a President, a Vice President, a Secretary, a Treasurer and such officers as shall be chosen in such manner, hold their officers for such powers and duties as may be prescribed by the By laws or determined by the Board of Directors. Any person may hold two or more offices except that the President shall not also be the Secretary or Assistant Secretary of the corporation.

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation.

In Witness Whereof, I, the undersigned subscribing incorporator have hereunto set my hand and seal this ____ day of April, 1996, for the purpose of forming this professional corporation under the laws of the State of Florida and we hereby make and file in the office of the Secretary of State of the State of Florida, these Articles of Incorporation and certify that the facts therein are true.

Zarco & Pardo, P.A.

By: Robert Zarco (Seal)
Robert Zarco, incorporator

**STATE OF FLORIDA
COUNTY OF DADE**

The foregoing instrument was acknowledged before me this ____ day of April, 1996, by

Robert Zarco

personally known to me.
 produced _____ as identification.

took an oath.

Jill Michele Howard Notary Public, Commission No. 497542
(Signature)
Jill Michele Howard (Name of Notary typed, printed or stamped)



X Certificate designating place of business or domicile for the service of process within Florida and naming agent upon whom process may be served:

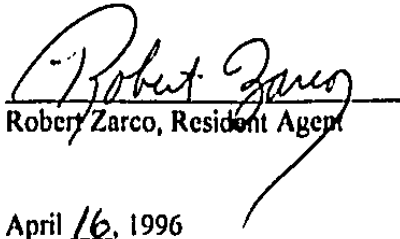
In compliance with Section 48.091, Florida Statutes, the following is submitted:

Zarco & Pardo, P.A., designated, organized or qualified under the laws of the State of Florida with its principal place of business at the City of Miami, State of Florida, has named

Robert Zarco
International Place, Suite 2700
100 S.E. 2nd Street
Miami, Florida 33131

as its agent to accept service of process within Florida.

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


Robert Zarco, Resident Agent

April 16, 1996

FILED
96 APR 19 PM 12:47
STATE
TALLAHASSEE, FLORIDA

P96000034729

LAW OFFICES OF
SHAPIRO AND WEIL
1888 79TH STREET CAUSEWAY
SUITE 808
MIAMI BEACH, FLORIDA 33141

HERBERT S. SHAPIRO
(DECEASED, JAN 11TH, 1995)
MURRAY B. WEIL, JR.
ALSO MEMBER OF MASSACHUSETTS BAR
JOHN M. FULLER
OF COUNSEL

(305) 864-2300
TELECOPIER (305) 865-6770

May 6, 1996

Secretary of State
Division of Corporations
POB 6327
Tallahassee FL 32314

500001814355
-05/09/96--01022--010
*****87.50 *****87.50

ATTN: Amendment Section

RE: Amendment to Articles of Incorporation of ZARCO & PARDO, P.A.


Dear Sir/Madam:

Enclosed please find the following:

1. An original and one copy of Articles of Amendment to Articles of Incorporation for Zarco & Pardo, P.A.
2. Check payable to the Secretary of State in the amount of \$87.50, representing \$35.00 filing fee and \$52.50 for certified copy.

Please file the Amended Articles and furnish the undersigned with a certified copy of same.

Very truly yours,


Murray B. Weil, Jr.

MBW/sl
Encls.

sl:CORPORAT\Z&Pamend, Inc

SH 5/16
Amend.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
56 MAY - 9 AM 8:24

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION FOR
ZARCO & PARDO, P.A.**

The undersigned files these Articles of Amendment to the Articles of Incorporation for ZARCO & PARDO, P.A. dated April 16, 1996, and accordingly, said Articles are hereby amended as follows:

1. Article III of the Articles of Incorporation of ZARCO & PARDO, P.A. is amended to read:

The maximum number of shares of stock that this corporation is authorized to have issued and outstanding at any time is **five thousand (5,000) shares of \$1.00 par value**. Said stock may be issued by the board of directors of the corporation either for cash, wholly or in part, for labor, services, contracts, mortgages, choses in action or property of any kind, nature or description whatsoever, at a valuation to be fixed by the Board of Directors, according to the ByLaws of the Company, which valuation in their judgment, shall seem adequate; and the vote or consent of the stockholders shall not be necessary for such issue. When this consideration fixed by the Board of Directors for said stock has been fully paid and delivered, any and all shares so issued therefore shall be fully paid stock and not subject to any further call or assessment thereon.

2. Article VII of the Articles of Incorporation of ZARCO & PARDO, P.A. is amended to read:

The number of directors of the corporation shall be one (1) in number. The corporation may amend its charter to provide for additional directors by the holders of a majority of the shares entitled to vote.

3. Article VIII of the Articles of Incorporation of ZARCO & PARDO, P.A. is amended to read:

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SEP 19 1996
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The Board of Directors shall consist of:

Robert Zarco
International Place, Suite 2700
100 S.E. 2nd Street
Miami, Florida 33131

For the first year of the corporation's existence or until successors are elected and have qualified, the officers shall be as follows:

Robert Zarco
President/Vice President
Secretary/Treasurer
Director/Shareholder
International Place
Suite 2700
100 S.E. 2nd Street
Miami, Florida 33131

4. There is added to the Articles of Incorporation of ZARCO & PARDO, P.A. Article X, as follows:

The sole party who shall have the right to incur liability on behalf of the corporation shall be its President.

5. There is added to the Articles of Incorporation of ZARCO & PARDO, P.A. Article XI, as follows:

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation.

6. This Amendment to the Articles of Incorporation, which amendment bears the date of April 30, 1996, was approved by all of the shareholders, as well as, by unanimous vote of its Director.

7. In all other respects, the Articles of Incorporation previously filed remain in full force and effect.

Signed this 30th day of April, 1996.

ZARCO & PARDO, P.A.

By Robert Zarco
ROBERT ZARCO, President/Vice
President/Secretary/Treasurer/
Director/Shareholder

STATE OF FLORIDA)
) S
COUNTY OF DADE)

BEFORE ME, personally appeared ROBERT ZARCO, President/Vice President/Secretary/Treasurer/Director and Shareholder of ZARCO & PARDO, P.A., who ~~produced~~ _____ as identification or who is personally known to me, and he acknowledged before me that he executed the above Articles of Amendment to the Articles of Incorporation for the purposes therein expressed.

Murray B. Weil, Jr.
NOTARY PUBLIC, State of Florida

Printed Name

My Comm. Expires:

d:\ew\CORPORATE\Zarco&Pa.And

OFFICIAL NOTARY SEAL
MURRAY B WEIL JR
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC267809
MY COMMISSION EXP. APR. 9, 1997

P96000034729

Search Number	305-374-5418
Company	ZARCO AND ASSOCIATES PA
Address	100 SE 2ND ST 27TH FL
City	MIAMI FL 33131

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 *****87.50 *****87.50

RECEIVED
 96 MAY 16 AM 8:29
 DIVISION OF CORPORATIONS

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 96 JUN -5 PM 1:45

Amend

JUN 5 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 23, 1996

Zarco and Associates PA
100 SE 2nd St.
27th Floor
Miami, FL 33131

SUBJECT: ZARCO & PARDO, P.A.
Ref. Number: P96000034729

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The fee to file articles of amendment is \$35. For each certified copy requested, please add an additional \$52.50.

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

If you have any questions concerning the filing of your document, please call (904) 487-8908.

Steven Harris
Corporate Specialist

Letter Number: 596A00025851

RECEIVED

96 JUN -3 AM 8:29

DIVISION OF CORPORATIONS

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION FOR
ZARCO & PARDO, P.A.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN -5 PM 1:45

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100 S.E. 2nd Street
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Robert Zarco
President/Vice President
Secretary/Treasurer
Director/Shareholder
International Place
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100 S.E. 2nd Street
Miami, Florida 33131

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This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation.

6. This Amendment to the Articles of Incorporation, which amendment bears the date of April 30, 1996, was approved by all of the shareholders, as well as, by unanimous vote of its Director.

7. In all other respects, the Articles of Incorporation previously filed remain in full force and effect.

Signed this 30th day of April, 1996.

ZARCO & PARDO, P.A.

By Robert Zarco
ROBERT ZARCO, President/Vice
President/Secretary/Treasurer/
Director/Shareholder

STATE OF FLORIDA)
) §
COUNTY OF DADE)

BEFORE ME, personally appeared ROBERT ZARCO, President/Vice President/Secretary/Treasurer/Director and Shareholder of ZARCO & PARDO, P.A., who produced _____ as identification or who is personally known to me, and he acknowledged before me that he executed the above Articles of Amendment to the Articles of Incorporation for the purposes therein expressed.

Murray D. Weil, Jr.
NOTARY PUBLIC, State of Florida

Printed Name

My Comm. Expires:

s1/ew\CORPORATE\Zarco&Pa.And

