

PROD00020865

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LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. JACOBS, GONZALEZ, CLARKE & PAZ, P.A.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time

2.00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

RECEIVED  
00 FEB 29 AM 11:28  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

FILED  
00 FEB 29 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input checked="" type="checkbox"/>	Reinstatement
<input checked="" type="checkbox"/>	Trademark
<input checked="" type="checkbox"/>	Other

600003151516--0  
-02/29/00-01047-023  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Examiner's Initials

**ARTICLES OF INCORPORATION  
OF  
JACOBS, GONZALEZ, CLARKE & PAZ, P.A.**

**FILED**  
00 FEB 29 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED hereby associate themselves for the purpose of becoming a professional service corporation pursuant to Florida Statutes 621 and 607 under the laws of the State of Florida (Florida General Corporation Act F.S. 607), as they now exist or may be amended, pursuant to the following Articles of Incorporation:

**ARTICLE I**

The name of the corporation is:

JACOBS, GONZALEZ, CLARKE & PAZ, P.A. and the principle place of business and mailing address is 15495 Eagle Nest Lane, Suite 100, Miami Lakes, Florida 33014.

**ARTICLE II**

The duration of this professional service corporation shall be perpetual and shall commence on the date of the execution and acknowledgment of these Articles of Incorporation.

**ARTICLE III**

The purpose or purposes for which the corporation is formed is to engage in any activity within the purposes for which professional service corporations may be formed under the Laws of the State of Florida pursuant to Florida Statutes 621 and 607.

**ARTICLE IV**

The total authorized shares:

1. Common Shares- 100 shares valued at \$10.00 a share to Ann-Marie Clarke.
2. Common Shares- 100 shares valued at \$10.00 a share to Gregory A. Gonzalez.
3. Common Shares- 100 shares valued at \$10.00 a share to Rick S. Jacobs.
4. Common Shares- 100 shares valued at \$10.00 a share to David R. Paz, Jr.

Preferred Shares none.

5. A statement of all or any of the relative rights, preferences and limitations of the shares are as follows:

Each Shareholder is a member of the Board of Directors and elects and appoints one member as an officer of the professional service corporation.

6. All shares of common stock are not transferable and are restricted. The professional service corporation has the sole option to buy back the shares at their value within 90 days of notification that a shareholder has died, has been declared incompetent, retired, or no longer wants to be associated with the professional service corporation.
7. If a vacancy exists on the Board of Directors the shareholder that elected the prior director may appoint a director to fill the position.

#### **ARTICLE V**

The holders of the outstanding common stock shall be entitled to receive, when and as declared by a majority vote of the Board of Directors, dividends payable either in cash, in property, or in shares of common stock of the professional service Corporation.

#### **ARTICLE VI**

Every shareholder, upon the sale for cash of any new stock of this professional service corporation of common stock, shall have the right to purchase his or her prorata share

thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## **ARTICLE VII**

This professional service corporation shall have all those rights, powers and duties as delineated in Florida Statutes, Chapters 621 and 607, as it now exists or may be hereafter amended; including but not limited to any lawful purpose pursuant to the laws of the State of Florida.

1. The address of the registered office is:

15495 Eagle Nest Lane, Suite 100, Miami Lakes, Florida 33014

2. The name of the registered agent at the registered at the registered office is:

Rick S. Jacobs

## **ARTICLE VII**

The names and addresses of the incorporators are as follows:

Ann-Marie Clarke, 15495 Eagle Nest Lane, Suite 100, Miami Lakes, Florida 33014.

Gregory A. Gonzalez, 15495 Eagle Nest Lane, Suite 100, Miami Lakes, Florida 33014.

Rick S. Jacobs, 15495 Eagle Nest Lane, Suite 100, Miami Lakes, Florida 33014.

David R. Paz, Jr., 15495 Eagle Nest Lane, Suite 100, Miami Lakes, Florida 33014.

## **ARTICLE IX**

1. The shareholders may amend these articles of incorporation by a majority vote of the shareholders. All Shareholders must be present at the meeting to have a quorum.

2. The officers of the corporation can only be removed by the director who appointed that officer.
3. The shareholders must amend the by-laws by a majority vote.

#### **ARTICLE X**

This professional service corporation shall have four (4) Directors initially. The numbers of Directors may either be increased or decrease from time to time and will be reflected in the By-laws of this professional service corporation, but shall never be less than one (1) Director. The names and addresses of the initial directors of this professional service corporation are:

Ann-Marie Clarke, Director, Treasurer, 15495 Eagle Nest Lane, Suite 100, Miami Lakes, Florida 33014.

Gregory A. Gonzalez, Director, Vice-President, 15495 Eagle Nest Lane, Suite 100, Miami Lakes, Florida 33014.

Rick S. Jacobs, Director, President, 15495 Eagle Nest Lane, Suite 100, Miami Lakes, Florida 33014.

David R. Paz, Jr. Director, Secretary, 15495 Eagle Nest Lane, Suite 100, Miami Lakes, Florida 33014.

The name and addresses of the persons signing these Articles of Incorporation are:

Ann-Marie Clarke, 15495 Eagle Nest Lane, Suite 100, Miami Lakes, Florida 33014.

Gregory A. Gonzalez, 15495 Eagle Nest Lane, Suite 100, Miami Lakes, Florida 33014.

Rick S. Jacobs, 15495 Eagle Nest Lane, Suite 100, Miami Lakes, Florida 33014.

David R. Paz, Jr., 15495 Eagle Nest Lane, Suite 100, Miami Lakes, Florida 33014.

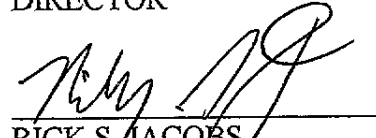
## ARTICLE XI

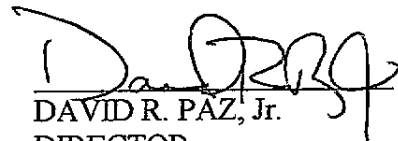
This professional service corporation reserves the right to repeal any provision or provisions contained in these articles of incorporation or any amendment hereto, and any right conferred on the shareholders is subject to this reservation.

The undersigned subscriber has executed these Articles of Incorporation this 28<sup>th</sup> day of Feb., 2000.

  
ANN-MARIE CLARKE,  
DIRECTOR

  
GREGORY A. GONZALEZ,  
DIRECTOR

  
RICK S. JACOBS,  
DIRECTOR

  
DAVID R. PAZ, Jr.  
DIRECTOR


STATE OF FLORIDA                     )  
  )  
COUNTY OF MIAMI-DADE         )

Before me, the undersigned authority, personally appeared Ann- Marie Clarke, Gregory A. Gonzalez, Rick S. Jacobs, and David R. Paz, Jr., to me well known to be the persons who executed the foregoing Articles of Incorporation and acknowledge before me according to law, that they made and subscribed the same for the purposes therein mentioned and set forth.

In WITNESS WHEREOF, I have set my hand and seal hereunto this 28<sup>th</sup> day of  
February 2000.

C. Delgado  
NOTARY PUBLIC

My Commissions Expires:

 Cristina Delgado  
My Commission CC715796  
Expires February 11, 2002

CERTIFICATE DESIGNATION (OR CHANGING) PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapters 621 and 607 Florida Statutes, the following is submitted, in  
compliance with said Act:

First that JACOBS, GONZALEZ, CLARKE & PAZ, P.A.,

Desiring to organize under the laws of the State of Florida with its principle office  
as indicated in the Articles of Incorporation in the City of Miami Lakes, County  
of Miami-Dade, State of Florida, has named Rick S. Jacobs, 15495 Eagle Nest  
Lane, Suite 100, Miami Lakes, Florida 33014.

County of Miami-Dade, State of Florida, as its agent to accept service of process within  
this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated professional service  
corporation, at the place designated in this certificate, I hereby accept to act in this  
capacity, and agree to comply with the provisions of the said act relative.



RICK S. JACOBS REGISTERED  
AGENT FOR JACOBS, GONZALEZ,  
CLARKE, & PAZ, P.A.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 FEB 29 PM 12:30

FILED

STATE OF FLORIDA )  
COUNTY OF MIAMI-DADE )

Before me, the undersigned authority, personally appeared Rick S. Jacobs, to me well  
known to be the persons who executed the foregoing and acknowledged before me  
according to law, that they made and subscribed the same for the purposes therein  
mentioned and set forth.

In WITNESS WHEREOF, I have set my hand and seal hereunto this 28<sup>th</sup> day of

February 2000.

  
NOTARY PUBLIC

My Commissions Expires:



Cristina Delgado  
My Commission CC715796  
Expires February 11, 2002