

# LAZARUS CORPORATE FILING SERVICE

(Requestor's Name)

3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

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

1. MARK E. PANUNZIO, 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

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

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

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

RECEIVED  
00 JUL 18 AM 11:02  
DIVISION OF CORPORATION

Examiner's Initials

**ARTICLES OF INCORPORATION**  
**OF**  
**MARK E. PANUNZIO, P.A.**

FILED  
00 JUL 18 PM 12:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Pursuant to Chapters 607 and 621, Florida Statutes, the undersigned natural person, who is licensed or otherwise legally authorized to practice law in the State of Florida, hereby reaffirms his intent to associate himself as a professional corporation for the purposes of rendering professional legal services in accordance with the Florida Professional Service Corporation and Limited Liability Company Act, Chapter 621, Florida Statutes.

**ARTICLE I - NAME & ADDRESS**

The name of the Corporation shall be MARK E. PANUNZIO, P.A. The principal place of business of this corporation shall be 2250 SW 3rd Avenue, Third Floor, Miami, Florida 33129.

**ARTICLE II - DURATION**

The Corporation shall have perpetual existence.

**ARTICLE III - PURPOSE**

The sole and exclusive purpose for which the Corporation is formed is to operate as a professional corporation for the purpose of rendering professional legal services. The Corporation shall not engage in any business other than rendering professional legal services; however, the Corporation may invest its funds in real estate, mortgages, stocks, bonds or any other type of investment, and may own real or personal property, all as may be necessary for rendering its professional legal services.

The purpose of the Corporation shall be carried out only through officers, directors, employees, and agents, each of whom is duly licensed or otherwise legally qualified to render professional legal services in the State of Florida.

**ARTICLE IV - POWERS**

To the extent not inconsistent with the Florida Professional Service Corporation Act, the Corporation and its officers, directors and shareholders shall have all the rights, liabilities, and duties as set forth under the Florida General Corporation Act, Chapter 607, Florida Statutes.

**ARTICLE V - CAPITAL STOCK**

There shall be one class of stock. The maximum number of shares which the Corporation is authorized to have outstanding at any time is 100 shares of common stock.

## **ARTICLE VI - TERMS OF CAPITAL STOCK**

The shares of stock of the Corporation shall be issued only to individuals who are licensed and authorized to practice law in the State of Florida. When permitted in the Bylaws, or in accordance with a private agreement, if any, a shareholder may voluntarily transfer his shares in the Corporation only to an individual who is licensed and authorized to practice law in the State of Florida. Any shares issued in violation of this Article VI are null and void and the voluntary transfer of any shares of stock transferred in violation of this Article VI is null and void. No shares may be transferred upon the books of the Corporation or issued by the Corporation until there is presented to, and filed with, the Corporation a certificate issued by The Florida Bar stating that the individual to whom the transfer of shares is to be made, or to whom the shares are to be issued, is licensed and authorized to practice law in the State of Florida.

No shareholder of the Corporation shall enter into a voting trust agreement, or any other type agreement, vesting another person with the authority to exercise the voting power of any or all of his or her shares.

## **ARTICLE VII - REGISTERED OFFICE AND AGENT**

The registered office of the Corporation shall be 2250 SW 3rd Avenue, Third Floor, Miami, Florida 33129, the registered agent of the Corporation at such office shall be Mark E. Panunzio, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping the registered office open for service of process.

## **ARTICLE VIII - BOARD OF DIRECTORS**

Directors need not be shareholders of the Corporation, but no individual who is not licensed and authorized to practice law in the State of Florida may be a director of the Corporation. The Board of Directors shall consist of one (1) member. The number of directors may be increased or decreased from time to time as provided in the Bylaws but in no case shall the number of directors be less than one. The individual set forth below shall serve as director of the Corporation from the date hereof until the next annual meeting of the shareholders or until such time as his successors are duly elected and qualified:

<u>Name</u>	<u>Address</u>
Mark E. Panunzio	2250 SW 3rd Avenue Third Floor Miami, Florida 33129

## **ARTICLE IX - PROVISIONS FOR REGULATION OF BUSINESS AND CONDUCT OF AFFAIRS OF CORPORATION**

(a) Officers. No individual may be an officer of the Corporation who is not licensed and authorized to practice law in the State of Florida.

(b) Acts Prohibited. The Corporation may do no act which is prohibited to be done by individual persons licensed and authorized to practice law in the State of Florida.

(c) Severance of Interest. If any officer, director shareholder, agent or employee of the Corporation becomes legally disqualified to render legal services within the State of Florida, or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continued rendering of such professional legal services, he shall sever all employment with, and financial interests in, the Corporation forthwith, and if he is an officer or director of the Corporation, shall resign such position immediately.

The Corporation shall have the right, either in the Bylaws or by private agreement, to provide for the purchase or redemption of the shares of any shareholder upon the death or disqualification of such shareholder.

#### ARTICLE X - DISSOLUTION

The Corporation shall be voluntarily dissolved only by the written consent of all of its shareholders.

#### ARTICLE XI - INCORPORATOR

The name and address of the incorporator is Mark E. Panunzio, 2250 SW 3rd Avenue, Third Floor, Miami, Florida 33129.

WHEREOF, I have executed these Articles of Incorporation of MARK E. PANUNZIO, P.A.

  
MARK E. PANUNZIO, Incorporator

#### ACCEPTANCE OF REGISTERED AGENT

I hereby accept the appointment as registered agent for MARK E. PANUNZIO, P.A. Further, I am familiar with, and accept the obligations of, the provisions of Section 607.1507, Florida Statutes.

Date: 17 July 2000

By   
MARK E. PANUNZIO, Registered Agent

FILED  
00 JUL 18 PM 12:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA