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A PROFESSIONAL ASSOCIATION

FILED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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March 9, 2001

VIA FEDERAL EXPRESS - 3/9/01

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Articles of Incorporation of
The Weaver Professional Association

000003831430--8
-03/12/01-01132-005
*****78.75 *****78.75

Dear Lady or Gentleman:

Enclosed are the original and one copy of the Articles of Incorporation of The Weaver Professional Association. Pursuant to my telephone conversation with your office today, also enclosed is our check #2718 in the amount of \$78.75 for the filing fee, the registered agent designation fee and the fee for a certified copy of the Articles. Please return the certified copy of these Articles of Incorporation in the self-addressed federal express envelope that is enclosed.

It is my understanding from my telephone call to your office that the enclosed is everything necessary to establish this Florida corporation and that it meets all filing requirements. If I have misunderstood or if any additional information or documents are necessary to complete this process, please contact me immediately at the above number and prior to returning any documents to me so I can expedite your receipt of any additional items to finalize this process while you have this initial package

Very truly yours,



Diane T. O'Malley
Secretary to BEN WEAVER and DIANNE WEAVER

Mr. Ben Weaver **DATE**
AUTHORIZATION BY PHONE TO
CORRECT articles
DATE 3-14-01
Dale White

**ARTICLES OF INCORPORATION
OF
THE WEAVER PROFESSIONAL ASSOCIATION**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

We, the undersigned subscribers, hereby act with the purpose of effecting a professional corporation under the laws of the State of Florida, by and under the provisions of Chapter 621, Florida Statutes, the Professional Service and Limited Liability Company Act."

ARTICLE I – NAME

The name of this corporation is The Weaver Professional Association.

ARTICLE II – NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

To engage in every phase and aspect of the business of rendering the same legal services to the public that an attorney at law, duly licensed under the laws of the State of Florida, is authorized to render, provided such legal services shall be rendered only through offices, employees and agents who are duly licensed or otherwise legally authorized to engage in the practice of law within the State of Florida.

To purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of and to invest in, deal in and with, real and personal property necessary for the rendering of services.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instrument to secure the payment of corporate indebtedness as required.

To consolidate or merge with or purchase the assets of another domestic professional corporation rendering the same professional services.

To invest in, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of real estate, mortgages, stocks, bonds, or any other type investment.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of this corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit and restrict in any manner the purposes of this corporation otherwise permitted by law.

ARTICLE III – CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is nine thousand (9,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV – INITIAL CAPITAL

The amount of capital with which this corporation will begin business is Three Hundred Dollars (\$300.00).

ARTICLE V – TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI – ADDRESS

The initial post office address of the principal office of this corporation is 1030 Seminole Drive, Suite 959, Fort Lauderdale, FL 33304.

ARTICLE VII – DIRECTORS

This corporation shall have at least one director but not more than three. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII – INITIAL DIRECTORS

The names and post office addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Ben J. Weaver	1040 Seminole Drive, Suite 959 Fort Lauderdale, FL 33304
Dianne Jay Weaver	1040 Seminole Drive, Suite 959 Fort Lauderdale, FL 33304

ARTICLE IX – SUBSCRIBERS

The names and post office addresses of the subscribers to these Articles of Incorporation are:

Ben J. Weaver	1040 Seminole Drive, Suite 959 Fort Lauderdale, FL 33304
Dianne Jay Weaver	1040 Seminole Drive, Suite 959 Fort Lauderdale, FL 33304

ARTICLE X – REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent for this corporation is Ben J. Weaver, and the Registered Office is located at 1040 Seminole Drive, Suite 959, Fort Lauderdale, FL 33304.

ARTICLE XI – LIMITATION ON ISSUANCE OF STOCK

No shares of the capital stock of this corporation shall be issued to anyone other than an individual who is duly licensed or otherwise legally authorized to render legal services within the State of Florida.

ARTICLE XII – CONTRACTS

No contract or other transaction between this corporation and any other firm,

association or corporation shall be affected or invalidated by the fact that any one or more of the directors of this corporation is or are interested in, or is a member, director or officer, or are members, directors or officers of such other firm, association or corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in, any contract or transaction of this corporation or in which this corporation is interested, and no contract, account or transaction of this corporation with any person, firm, association or corporation shall be affected or invalidated by the fact that any director or directors of this corporation is or are interested in such contract, account or transaction or in any way connected with such person, firm, association or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may in any way be interested in any wise; the directors, when so interested, shall be counted in determining the presence of a quorum at the meeting of the Board of Directors, but their vote may be counted as to authorizing, approving or ratifying such contract or transaction only if: (a) the fact of such relationship or interest is disclosed or known to the Board of Directors which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested directors; or (b) the contract or transaction is fair and reasonable as to the corporation at the time it is authorized by the Board of Directors.

ARTICLE XIII – RESTRAINT ON ALIENATION OF SHARES

No stockholder of this corporation may sell or transfer any of his shares of stock of this corporation except to another individual who is eligible to be a stockholder of this corporation. No stockholder of this 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 capital stock of this corporation. Provided, however, a shareholder shall have the unrestricted absolute right to pledge, hypothecate, collateralize and otherwise encumber all or any portion of his shares of stock of this corporation.

ARTICLE XIV – INDEMNIFICATION

It is hereby expressly provided that this corporation shall indemnify any or all of its directors or officers, or former directors or officers, or any persons who may be serving at its request as a director or officer of another corporation in which this corporation owns shares of capital stock, or of which it is a creditor, against expenses actually and necessarily incurred by them, or any of them, in connection with the defense of any action, suit, or proceeding to which they, or any of them, are made parties or a party by reason of being, or having been, directors or officers of this corporation or of such other corporation, except in relation to matters as to which any director or officer shall be adjudged in any action, suit or proceeding to be liable for any act of bad faith or misconduct in the performance of duty. The foregoing right to indemnity shall include reimbursement of the amounts and expenses paid in settling any

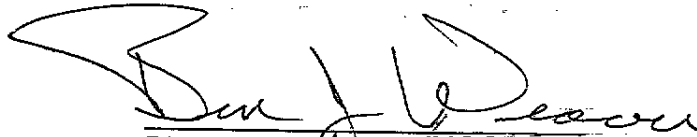
such action, suit or proceeding when settlement appears to be in the interest of the corporation.

ARTICLE XV – AMENDMENT

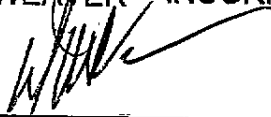
These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by the Board of Directors and proposed by them to the stockholders, and approved at a stockholders' meeting by the affirmative vote of the holders of a majority of the shares entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, We, the subscribers, have executed

These Articles of Incorporation on this 9th day of March, 2001.



BEN J. WEAVER INCORPORATOR & REGISTERED AGENT



DIANNE JAY WEAVER

STATE OF FLORIDA)
) ss.
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared BEN J. WEAVER and DIANNE JAY WEAVER, both of whom are to me personally known, and known to be the person described in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they subscribed to these Articles of Incorporation.

9th WITNESS my hand and official seal in the State and County aforesaid, on this day of March, 2001.

Diane T. O'Malley
NOTARY PUBLIC, State of
Florida at Large



My commission expires: _____