

PO1000037205

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H01000037715 9)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850) 205-0381

From:

Account Name : THOMSON MURARO RAZOOK & HART, P.A.  
Account Number : 102556003002  
Phone : (305) 350-7200  
Fax Number : (305) 374-1005

FLORIDA PROFIT CORPORATION OR P.A.

Catherine H. Lorie, C.P.A., P.A.

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$87.50

FILED  
01 APR 12 PM 12:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing

Public Access Help

B. McKnight APR 12 2001

Fax Audit No. H 010000377159

---

---

**ARTICLES OF INCORPORATION  
OF  
Catherine H. Lorié, C.P.A., P.A.**

---

---

**ARTICLE I - NAME**

The name of this Corporation is Catherine H. Lorié, C.P.A., P.A.

**ARTICLE II - ADDRESS**

The initial street address of the principal office and the mailing address of the Corporation shall be 8522 S.W. 102 Street, Miami, Florida 33156.

**ARTICLE III - DURATION**

The Corporation shall have perpetual existence.

**ARTICLE IV - PURPOSE**

The Corporation is organized as a professional corporation pursuant to Sections 621.13 and 607.0202, Florida Statutes. The sole and exclusive purpose for which the Corporation is formed is to operate as a professional corporation for the purpose of rendering professional accounting services, in accordance with the Florida Professional Service Corporation and Limited Liability Company Act, Chapter 621, Florida Statutes. The Corporation shall not engage in any business other than rendering professional accounting 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 necessary for rendering its professional accounting services.

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

**ARTICLE V - 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 Business Corporation Act, Chapter 607, Florida Statutes.

---

Richard J. Razook  
Florida Bar No. 207470  
Thomson Muraro Razook & Hart, P.A.  
1700 SunTrust International Center  
One Southeast Third Avenue  
Miami, Florida 33131  
(305) 350-7200

Fax Audit No. H 010000377159

01 APR 12 PM 12:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

Fax Audit No. H01000037715 9**ARTICLE VI - CAPITAL STOCK**

The maximum number of shares which the Corporation is authorized to have outstanding at any time is 100 shares of common stock having a par value of \$1 per share.

**ARTICLE VII - TERMS OF CAPITAL STOCK**

The shares of stock of the Corporation shall be issued only to individuals, other professional corporations or professional limited liability companies who themselves are licensed and authorized to practice accounting 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 accounting in the State of Florida. Any shares issued in violation of this Article VII are null and void and the voluntary transfer of any shares of stock transferred in violation of this Article VII 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 State of Florida stating that the individual or entity 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 accounting 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 of stock.

**ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of the Corporation shall be 8522 S.W. 102 Street, Miami, Florida, and the initial registered agent of the Corporation at such office shall be Catherine H. Lorté, who upon accepting this designation agrees to comply with the provisions of Sections 48.091 and 607.0501, Florida Statutes, with respect to maintaining a registered agent and a registered office for service of process.

**ARTICLE IX - INITIAL BOARD OF DIRECTORS**

Directors need not be shareholders of the Corporation but must be licensed and authorized to practice accounting in the State of Florida. The initial Board of Directors shall consist of two member(s). 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 names and addresses of the director(s) constituting the initial Board of Directors is/are:

<u>Name</u>	<u>Address</u>
Catherine H. Lorté	8522 S.W. 102 Street, Miami, FL 33156
Tom Huston, Jr.	1001 Manati Avenue, Coral Gables, FL 33146

Fax Audit No. H01000037715 9

PAGE 2

Fax Audit No. H010000377159**ARTICLE X - PROVISIONS FOR REGULATION OF  
BUSINESS AND CONDUCT OF AFFAIRS OF CORPORATION**

**Officers.** No individual may be an officer of the Corporation who is not licensed and authorized to practice accounting in the State of Florida.

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

**Severance of Interest.** If any officer, director or shareholder of the Corporation becomes legally disqualified to render accounting 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 accounting 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 XI - INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation is:

NameAddress

Catherine H. Lorie

8522 S.W. 102 Street, Miami, Florida 33156

Catherine H. Lorie  
Catherine H. Lorie - Incorporator

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, having been appointed as registered agent to accept service of process for \*1, hereby agrees to act in that capacity and further states that he is familiar with and accepts the obligations, and agree to comply with the provisions, of Sections 48.091 and 607.0501, Florida Statutes.

Catherine H. Lorie  
Catherine H. Lorie - Registered Agent

F:\USERS\LRichards\RP\azook\Work\WP\Docs\BACARD\B\BRICKELL\Articles of Incorporation - PA.wpd

Fax Audit No. H010000377159

FILED  
01 APR 12 PM 12:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
PAGE 3