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Division of Corporations

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## Florida Department of State

Division of Corporations

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**To:**

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**From:**

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## FLORIDA PROFIT CORPORATION OR P.A.

JOHN A. WILLIS, P.A.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**JOHN A. WILLIS, P.A.**

The undersigned hereby makes and subscribes to these Articles of Incorporation intending to form a Professional Service Corporation under the provisions of The Professional Service Corporation and Limited Liability Company Act, Chapter 621, Florida Statutes.

**ARTICLE I**

The name of the Professional Service Corporation is: JOHN A. WILLIS, P.A.

**ARTICLE II**

The principal place of business and mailing address of the Professional Service Corporation shall be 4013 N.W. 62<sup>nd</sup> Court, Coconut Creek, FL 33073.

**ARTICLE III**

The general powers for which the Professional Service Corporation is organized is to engage in the general practice of law under the laws of the State of Florida and in accordance with all rules and regulations of the Florida Bar. The Professional Service Corporation shall have and exercise all powers now or hereinafter conferred by the State of Florida for a Professional Service Corporation organized pursuant to the laws of such State, as may now exist or hereafter may be enacted.

**ARTICLE IV**

The aggregate number of shares which the Professional Service Corporation shall have authority to issue shall be 1000 at \$1.00 par value common shares.

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In accordance with Florida Statute §621.09, only other Professional Service Corporations, Professional Limited Liability Companies or individuals duly licensed or otherwise legally authorized to render legal services may be shareholders of the Professional Service Corporation.

In accordance with Florida Statute §621.09, shareholders are prohibited from entering into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of that person's stock.

In accordance with Florida Statute §621.11, shareholders are prohibited from selling or transferring their shares in the Professional Service Corporation except to another Professional Service Corporation, Professional Limited Liability Company or individual, each of which must be eligible to be a shareholder of the Professional Service Corporation.

All said stock shall be payable in cash, stock, notes, accounts, claims, real estate or other property at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

#### ARTICLE V

The Board of Directors of the Professional Service Corporation shall consist of not less than one and not more than ten members. The number of directors constituting the initial board of directors of the corporation is one. The name and street address of the initial director is:

#### NAME

JOHN A. WILLIS, ESQ.

#### ADDRESS

4013 N.W. 62<sup>nd</sup> Court  
Coconut Creek, FL 33073

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**ARTICLE VI**

The name and address of the Professional Service Corporation's initial registered agent is: JOHN A. WILLIS, ESQ., 4013 N.W. 62<sup>ND</sup> Court, Coconut Creek, FL 33073.

**ARTICLE VII**

The name and address of the incorporator of the Professional Service Corporation is: JOHN A. WILLIS, ESQ., 4013 N.W. 62<sup>ND</sup> Court Coconut Creek, FL 33073.

**ARTICLE VIII**

It is the intention of the Professional Service Corporation to indemnify its officers, directors, employees and agents to the extent permitted by Florida Statute §607.014.

**ARTICLE IX**

Notwithstanding anything to the contrary contained in these Articles of Incorporation, if the shareholders of the Professional Service Corporation shall so elect, they may exercise all powers and conduct the business and affairs of this Professional Service Corporation in lieu of the Board of Directors.

**ARTICLE X**

The Professional Service Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Florida Department of State.

Dated this 31<sup>st</sup> day of May, 2001.

  
JOHN A. WILLIS, ESQ.

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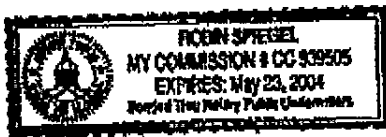
STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to take acknowledgements, personally appeared JOHN A. WILLIS, ESQ., to me known personally to be the person described in and who executed the foregoing Articles of Incorporation of JOHN A. WILLIS, P.A., and he acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this

21 day of May, 2001.



*Robin Spiegel*  
NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:  
(seal)

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMOCILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE, NAMING THE AGENT UPON WHOM SERVICE OF  
PROCESS MAY BE SERVED**

In compliance with Florida Statutes §§48.091 and 620.192, the following is  
submitted:

That JOHN A. WILLIS, P.A. desiring to organize under the laws of the State of  
Florida, with its principal place of business at 4013 N.W. 62<sup>nd</sup> Court, Coconut Creek,  
Florida 33073, names JOHN A. WILLIS, ESQ., as its agent to accept service of process  
within Florida.

**ACKNOWLEDGEMENT:**

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

Dated this 31<sup>st</sup> day of May, 2001.

  
JOHN A. WILLIS, ESQ.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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