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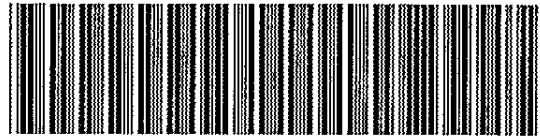
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12-12-02  
[Signature]

*Stanley H. Apte*  
*Attorney at Law*

MEMBER  
FLORIDA AND NEW YORK BAR

SUITE 104  
530 LINCOLN ROAD  
*Miami Beach, Florida 33139*

TELEPHONE (305) 538-6414  
FAX (305) 673-8069

December 11, 2002

Attn: Division of Corporations  
Department of State  
State of Florida  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: WILLIAM P. OWENS, C.P.A., P.A.

Gentlepersons:

Enclosed please find an original and one copy, each fully executed of the Articles of Incorporation for the above referenced newly formed Corporation. Kindly note that the resident agent information is contained in Article VI.

Also enclosed is a check for \$78.75 to cover the following items:

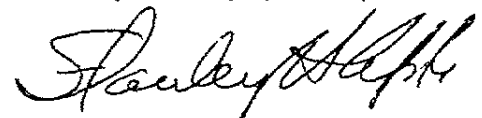
Filing Fee	\$ 35.00
Resident Agent Designation	35.00
Certified Copy of Articles of Incorporation	8.75
<hr/>	
Total	\$ 78.75

Please forward to me as soon as possible, the Certified copy of the Articles of Incorporation.

Should there be any questions concerning the enclosures, please call me collect, rather than return any of these papers.

Thank you.

Very truly yours,



Stanley H. Apte

SHA:la  
Encls.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

WILLIAM P. OWENS, C.P.A., P.A.

The undersigned subscribing member, for the purpose of forming a Professional Service Corporation, under Chapter 621 et. seq., Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the Professional Service Corporation is:

WILLIAM P. OWENS, C.P.A., P.A.

ARTICLE II - NATURE OF BUSINESS

The general nature of business and objects and purposes proposed to be transacted, promoted and carried on are to do any and all of the things, businesses and transactions permitted by the laws of the State of Florida, including but not limited to the operation and conduct of professional personal services as a Certified Public Accountant.

ARTICLE III - PRINCIPAL OFFICE

The mailing address and the street address of the principal office of this Company is:

12700 Biscayne Boulevard Suite 101  
North Miami, Florida 33181-2024

ARTICLE IV - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any time is One Thousand Shares of Common Voting Stock having a nominal par value of One and No Cents Dollars (\$1.00) per share. There will be no other class of stock.

ARTICLE V - INCORPORATOR

The name and address of the Incorporator is:

WILLIAM P. OWENS  
1211 Catalonia Ave.  
Coral Gables, Florida 33134

ARTICLE VI - REGISTERED AGENT

The following person whose address is indicated below, is designated as this Company's Initial Registered Agent to accept service of process within the State of Florida.

JANET A. HORIE  
12700 Biscayne Boulevard Suite 101  
North Miami, Florida 33181-2024

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Acknowledgment by Registered Agent: Having been named as Registered Agent and to accept service of process for the above stated Professional Service Corporation, at the above address, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent as provided for in Chapter 607, F.S.

Accepted By: *Janet Horie*

JANET A. HORIE (Registered Agent)

ARTICLE VII - MANAGEMENT

The Company is to be managed by its Officers designated below rather than by a Board of Directors:

President: WILLIAM P. OWENS, C.P.A.

Secretary: WILLIAM P. OWENS, C.P.A.

Treasurer: WILLIAM P. OWENS, C.P.A.

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand and seal this 11 day of December, 2002, for the purpose of forming this Professional Service Corporation under the laws of the State of Florida and he hereby makes and files in the Office of the Secretary of State of the State of Florida these Articles Of Incorporation and certifies that the facts therein are true.

Date: 12/11/2002

*William P. Owens* (SEAL)  
WILLIAM P. OWENS, Incorporator

STATE OF FLORIDA )  
 ) SS:  
COUNTY OF MIAMI-DADE )

BEFORE ME personally appeared WILLIAM P. OWENS, to me well known to me to be, or who produced N/A, as identification to be the individual(s) described in and who executed the foregoing Articles Of Incorporation and acknowledged before me that he executed the same for the purposes contained therein.

WITNESS my hand and official seal this 11 day of December, 2002.



*Janet Horie Simonis*  
NOTARY PUBLIC STATE OF FLORIDA