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From:  
Account Name : GUNSTER, YOAKLEY, VALDES-FAULI & STEWART, P.A.-FT. LAUDERDAL  
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**FLORIDA PROFIT CORPORATION OR P.A.**

Nichols, Williams & Julian, P.A.

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**ARTICLES OF INCORPORATION  
OF  
NICHOLS, WILLIAMS & JULIAN, P.A.**

The undersigned, acting as Incorporator of a Florida professional service corporation ("Corporation") under the Professional Service Corporation Act, Chapter 621 of the Florida Statutes, and other laws of the State of Florida, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

**ARTICLE I**

**NAME**

The name of the Corporation is Nichols, Williams & Julian, P.A.

**ARTICLE II**

**ADDRESS**

The mailing address of the Corporation is:

200 S.E. 6<sup>th</sup> Street, Suite 401  
Fort Lauderdale, FL 33301

**ARTICLE III**

**COMMENCEMENT OF CORPORATE EXISTENCE**

The corporate existence shall begin on the date these Articles of Incorporation are filed with the Department of State.

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**ARTICLE IV****PURPOSE**

The Corporation is organized for the purpose of engaging in the business of rendering professional legal services in the State of Florida by and through the Corporation's officers, employees and agents, as those terms are used in Section 621.06 (or successor legislation), Florida Statutes, who are duly licensed or otherwise legally authorized to practice law in the State of Florida, and transacting any and all other lawful business that the Corporation may engage in under Chapter 621, Florida Statutes, as may be amended from time to time, including investing the funds of the Corporation in real estate, mortgages, stocks, bonds, or any other type of investment, or owning real or personal property necessary for the rendering of said professional legal services.

**ARTICLE V****CAPITAL STOCK**

The Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of Common Stock having a par value of One Dollar (\$1.00) per share.

**ARTICLE VI****LIMITATION ON OWNERSHIP OF STOCK**

No stock of this Corporation shall be issued to anyone other than an individual who is an attorney duly licensed to practice law in the State of Florida.

**ARTICLE VII****DISQUALIFICATION OF SHAREHOLDER OR EMPLOYEE**

If any officer, shareholder, agent or employee of this Corporation, who has been rendering professional legal services to the public, becomes legally disqualified to practice law in the State of

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Florida or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continuing rendering of such professional legal services, he shall sever all employment with, and financial interest in, this Corporation forthwith.

### ARTICLE VIII

#### INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) directors to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
GERARD S. WILLIAMS	200 S.E. 6 <sup>th</sup> Street, Suite 401 Fort Lauderdale, FL 33301
ROBERT G. NICHOLS	200 S.E. 6 <sup>th</sup> Street, Suite 401 Fort Lauderdale, FL 33301

### ARTICLE IX

#### INCORPORATOR

The name and address of the Incorporator are:

<u>Name</u>	<u>Address</u>
JAMES B. DAVIS	500 E. Broward Boulevard, Suite 1400 Fort Lauderdale, FL 33394

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**ARTICLE X**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 200 S.E. 6<sup>th</sup> Street, Suite 401, Fort Lauderdale, Florida, 33301, and the name of the initial Registered Agent of the Corporation at that address is Gerard S. Williams.

**ARTICLE XI**

**AMENDMENTS**

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 21st day of January, 2003.

  
JAMES B. DAVIS  
Incorporator

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

I hereby accept the appointment as the initial Registered Agent of NICHOLS, WILLIAMS & JULIAN, P.A., as made in the foregoing Articles of Incorporation, and agree to act in such capacity. I further agree to comply with the provisions of all statutes relating to the proper and

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complete performance of my duties, and I am familiar with and accept the obligations of my position  
as initial Registered Agent of NICHOLS, WILLIAMS & JULIAN, P.A.

Date: January 21, 2003

  
GERARD S. WILLIAMS  
Initial Registered Agent

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