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**FLORIDA PROFIT CORPORATION OR P.A.**

david a. donet, jr., p.a.

Certificate of Status	0
Certified Copy	1
Page Count	08
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF

DAVID A. DONET, JR., P.A.

I, the undersigned natural person licensed to practice the profession of law in the State of Florida, do hereby make, subscribe, acknowledge and file these Articles of Incorporation with the Secretary of State of the State of Florida for the purpose of becoming a professional corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the Corporation shall be:

DAVID A. DONET, JR., P.A.

ARTICLE II

This Corporation is to have perpetual existence unless dissolved sooner according to law.

ARTICLE III

The general nature of the business and the objects and purposes proposed to be transacted and carried on by this Corporation shall be as follows:

- a. To engage in the practice of law as a professional law corporation and to carry on services incident thereto. The practice of law is the sole and exclusive professional service to be rendered by this Corporation.
- b. To purchase, lease, or otherwise acquire, to own, hold and operate, to sell, mortgage, pledge, lease, employ, or otherwise dispose of, to encumber, or invest in such real estate, mortgages, stocks, bonds, and all types of personal property, tangible or intangible, as may be reasonably required in the

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conduct of its professional business and in connection with any other proper business activity in which the Corporation may lawfully engage.

c. To form and become a participant in any partnership, limited partnership, or joint venture with any other individuals, firms, corporations, or entities, and to become a shareholder in any corporation for profit, and to become a member of any association, nonprofit corporation, or other entity.

d. To do everything necessary, proper, advisable, or convenient for the accomplishment of the corporate purpose or the attainment of any of the objectives, or the furtherance of any of the powers set forth in these Articles of Incorporation, incidental or pertaining to, or growing out of its professional business or otherwise, and at all times to comply with the provisions of the Florida Professional Service Corporation Act as currently enacted, and as may be hereafter be amended or superseded by any other statute.

e. The professional services of this Corporation shall be carried out only through its officers, employees and agents, each of whom has been admitted to the Bar of, and is duly authorized to practice law in, the State of Florida.

f. The foregoing shall be construed as enumerating both objects and powers of the Corporation, but it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation, and the Corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

#### ARTICLE IV

The maximum number of shares of stock which this Corporation is authorized to have outstanding at any time shall be SEVEN THOUSAND FIVE HUNDRED (7,500), having a par value of ONE (\$1.00) DOLLAR per share, all of which shall be common stock. Each of the shares of such stock shall entitle the holder thereof to one (1) vote at any meeting of the Stockholders. All or any part of such stock may be paid for in cash, in property, in labor, or in services, at a fair valuation to be fixed by the Board of Directors of this Corporation, or as fixed by the Stockholders of this Corporation in the event that the Corporation may be merged by the Stockholders.

No share of stock of this Corporation shall be issued or transferred to any person who is not an attorney who has been admitted to the Bar of, and is duly authorized to practice law in, the State of Florida.

#### ARTICLE V

The amount of capital with which this Corporation shall begin business is not less than FIVE HUNDRED (\$500.00) DOLLARS.

#### ARTICLE VI

The initial business office of this Corporation shall be located at Penthouse 2-C, 2655 Le Jeune Road, Coral Gables, Florida 33134, but the Corporation shall have the power to establish such other places of business at such other locations within or without the State of Florida as may be determined or deemed expedient.

The initial Registered Agent of the Corporation shall be DAVID A. DONET, JR., who is located at the registered street address of Penthouse 2-C, 2655 Le Jeune Road, Coral Gables, Florida 33134.

## **ARTICLE VII**

There shall be a Board of Directors for this Corporation, which shall consist of not less than one (1) and not more than seven (7) Directors. The number of Directors may be increased or decreased from time to time by the Board of Directors, or by the corporate bylaws, and each of the Directors shall be of full age. A quorum for the transaction of business shall be a majority of the Directors qualified and active, and the act of the majority of the Directors shall be the act of the Corporation. Subject to the bylaws, if any, adopted by the Stockholders, the Directors may make the bylaws. Meetings of the Directors may be held within or without the State of Florida, and Directors need not be Stockholders. The Board of Directors may, by resolution, designate one (1) or more of their number to constitute an executive committee which, to the extent provided in such resolution or in the bylaws of the Corporation, shall have and may exercise the powers of the Board of Directors.

## **ARTICLE VIII**

The names and street addresses of the officers and the members of the first Board of Directors who, subject to these Articles of Incorporation, the bylaws of this Corporation, and the laws of the State of Florida, shall hold office for the first year of this Corporation's existence, or until an election is held by the Stockholders for the election of permanent Directors, or until their successors have been duly elected and qualified, are:

Director, President, Vice-President, Secretary, Treasurer

David A. Donet, Jr.  
Penthouse 2-C  
2655 Le Jeune Road  
Coral Gables, Florida 33134

**ARTICLE IX**

The names and street addresses of the incorporators and subscribers to these Articles of Incorporation of this Corporation are:

David A. Donet, Jr.  
Penthouse 2-C  
2655 Le Jeune Road  
Coral Gables, Florida 33134

**ARTICLE X**

This corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation in the manner now or hereinafter described by statute.

The Stockholders shall have the power to make or amend the bylaws and to fix any amount to be reserved for working capital. Private property of the Stockholders shall not be subject to the payment of the corporate debt to any extent whatsoever. The Corporation shall have a first lien on the shares of its members and upon dividends due them for any indebtedness of such members of the Corporation.

IN WITNESS WHEREOF, I, the undersigned, have made and subscribed these Articles of Incorporation at Coral Gables, Miami-Dade County, Florida, on the 5<sup>th</sup> day of February, 2003, for the uses and purposes aforesaid.



\_\_\_\_\_  
DAVID A. DONET, JR.

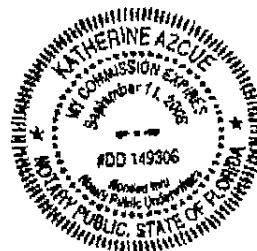
STATE OF FLORIDA       )  
                                  : ss  
COUNTY OF MIAMI-DADE )

BEFORE ME, the undersigned authority duly authorized to administer oaths and take acknowledgments, personally appeared DAVID A. DONET, JR., known to be the person

described in and who subscribed to the above and foregoing Articles of Incorporation of  
DAVID A. DONET, JR., P.A., and he freely and voluntarily acknowledged before me,  
according to law, that he made and subscribed the same for the uses and purposes therein  
mentioned and set forth.

IN WITNESS whereof, I have hereunto set my hand and affixed my official seal at  
Coral Gables, Miami-Dade County, Florida, this 5<sup>th</sup> day of February, 2003.

Katherine Azcú  
Notary Public, State of Florida, At Large



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

PURSUANT TO CHAPTER 48.091 of the Florida Statutes, the following is submitted in compliance with said Act:

That DAVID A. DONET, JR., P.A., desiring to organize under the laws of the State of Florida, with its registered office and principal place of business as indicated in the Articles of Incorporation, has named DAVID A. DONET, JR., located at Penthouse 2-C, 2655 Le Jeune Road, Coral Gables, Florida 33134, as its Agent to accept process within this state.

**ACKNOWLEDGMENT**

HAVING BEEN MADE to accept Service of Process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act with regard to keeping open said office.

  
\_\_\_\_\_  
DAVID A. DONET, JR.  
Penthouse 2-C  
2655 Le Jeune Road  
Coral Gables, Florida 33134

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