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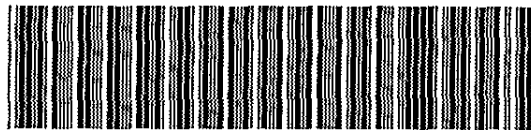
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*Alan H. Pinkwasser*

ATTORNEY AT LAW  
8231 Muirhead Circle  
Boynton Beach, Florida 33437  
(561) 736-7000

May 9, 2003

Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

Re: ALAN PINKWASSER, ESQ., P.A.

Gentlemen:

Enclosed you will find original and one copy of Articles of Incorporation of the above named Corporation together with check in the sum of \$78.75.

I would appreciate your immediately filing said Corporate Entity and forwarding back certified copy to the undersigned at the above as soon as is possible.

I also enclose herewith the form CR2E031 completely filled out with regard to same.

Thanking you for your immediate attention.

Very truly yours,

Alan Pinkwasser

## ARTICLES OF INCORPORATION OF

ALAN PINKWASSER, ESQ., P.A.

The undersigned subscriber to these Articles of Incorporation a natural person competent to contract and an Attorney duly licensed to render service as such, under the laws of the State of Florida, hereby presents these Articles for the formation of a corporation under the Professional Service Corporation Act, and other laws of the State of Florida.

### ARTICLE I

The name of this Corporation is ALAN PINKWASSER, ESQ., P.A.

### ARTICLE II

The general nature of the business to be transacted by the Corporation is legal services.

To engage in every phase and aspect of the business of rendering the same professional services to the public that an attorney duly licensed under the Laws of the State of Florida is authorized to render and his license number is FL-157636;

To invest the funds of the Corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the rendering of professional services;

To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association with other Corporations, firms, or individuals to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of the Corporation.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of the Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this Corporation otherwise permitted by laws.

### ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 7500 shares of common stock having a nominal or par value of \$1.00 per share.

#### ARTICLE IV

The amount of capital with which this Corporation will begin business is \$1000.00.

#### ARTICLE V

This Corporation is to begin on the date of filing and thereafter is to exist perpetually.

#### ARTICLE VI

The initial post office address of the principal office of this Corporation in the State of Florida is 8231 Muirhead Circle, Boynton Beach, Florida. The Board of Directors may from time to time move the principal office to any other address in Florida.

#### ARTICLE VII

This Corporation shall have three (3) Directors initially. The number of Directors may be increased or diminished from time to time, by by-laws adopted by the Stockholders, but shall never be less than one (1).

#### ARTICLE VIII

The name and post office addresses of the members of this First Board of Directors are:

ALAN PINKWASSER  
8231 Muirhead Circle  
Boynton Beach, Florida 33437

ETHEL PINKWASSER  
8231 Muirhead Circle  
Boynton Beach, Florida 33437

MARC PINKWASSER  
11312 Torchwood Court  
Wellington, Florida 33414

#### ARTICLE IX

The name and post office address of the subscriber of these Articles of Incorporation, who is an attorney licensed under the laws of the State of Florida to render services as such, the number of shares of stock she agrees to take, and the value of the

consideration therefor are as follows:

ALAN PINKWASSER

8231 Muirhead Circle  
Boynton Beach, Florida 33437

He agrees to take 1000 shares and has paid \$1,000.00 consideration for same.

#### ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### ARTICLE XI

At all elections of Directors of this Corporation, each Stockholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to cast for the election of Directors with respect to his shares of stock multiplied by the number of Directors to be elected, and he may cast all such votes for a single Director, or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

#### ARTICLE XII

No contract or other transaction between this Corporation and any other Corporation shall be affected by the fact that any officer of, such other Corporation, and any Director, individually or jointly may be a part to, or may be interested in, any contract or transaction of this Corporation or in which this Corporation is interested; and no contract, or other transaction of this Corporation with any person, firm or Corporation, shall be affected by the fact that any Director of this Corporation is a party in any way connected with such person, firm, or Corporation, and every person who may become a Director of this Corporation is hereby relieved from any liability that might otherwise exist from contracting with the Corporation for the benefit of himself or any firm, association, or Corporation in which he may be in any way interested.

#### ARTICLE XIII

Any Director of this Corporation may be removed at any annual or special meeting of the Stockholders by the same vote as that required to elect a Director.

#### ARTICLE XIV

The Stockholders of this Corporation shall have the power to include in the by-laws adopted by a three-fourths (3/4) stockholders vote restrictive provisions regarding the proposed sale, transfer or other disposition of any of the outstanding shares of this Corporation by any of its Stockholders, or in the event of the death of any of its Stockholders. The manner and form, as well as relevant terms, conditions, and details hereof, shall be determined by the Stockholders of this Corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice thereof, unless existence of such provision shall be plainly written upon the certificate evidencing the ownership of said stock.

#### ARTICLE XV

In furtherance, and not in limitation, of the general powers conferred by the laws of the State of Florida and of the purposes and objects hereinabove stated, the Corporation shall have all and singular the following powers:

A. The Corporation shall have the power to enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture, or otherwise, with any person, firm, or Corporation to carry on any business which this Corporation has the direct or incidental authority to pursue.

B. The Corporation shall have the power to subscribe to the common stock of this Corporation any preemptive right to purchase or subscribe to any new issues of any type of stock of this Corporation.

C. The Corporation shall have the power, at its option to purchase and acquire any or all of its shares owned and held by any such Stockholder as should desire to sell, transfer, or otherwise dispose of his shares, in accordance with the by-laws adopted by the Stockholders of this Corporation setting forth the terms and conditions of such purchase, provided, however, that the capital of the Corporation is not impaired.

D. The Corporation shall have the power to enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit-sharing plan, (3) a stock bonus plan, (4) a thrift and savings plan, (5) a qualified stock option plan, and (6) other retirement or incentive compensation plans.

#### ARTICLE XVI

In the event the ownership of shares of this Corporation shall

be transferred into the hands of others who are not qualified to own such shares under the provisions of the Professional Service Corporation Act, the members of the Board of Directors of this Corporation shall have the power to fill any vacancy existing in the Board of Directors; and all of the Directors and all of the Stockholders of the Corporation shall have the power to amend these Articles of Incorporation to effect a change in the nature of business provided in Article I herein, so that this Corporation shall have the power to conduct any business authorized by Chapter 608 of the Florida Statutes, except that the Corporation shall not become or conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, fraternal benefit society, state fair or exposition, provided that all of the Directors and all of the Shareholders sign a written statement manifesting their intention that the amendment of these Articles of Incorporation therein set forth be made, and the said written statement be filed in the office of the Secretary of State in accordance with the provisions of Chapter 608.18(8) of the Florida Statutes. In the event of such change of business purpose, this Corporation shall not continue to render professional services to the public generally rendered by licensed accountant.

  
ALAN PINKWASSER

STATE OF FLORIDA)  
SS.:  
COUNTY OF PALM BEACH)

I hereby certify that on this day, before me a Notary Public, duly authorized in the State and County named above to take acknowledgements, personally appeared ALAN PINKWASSER to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

Witness my hand and official seal in the County and State named above this 8 day of May 2003.

  
Notary Public State of Florida

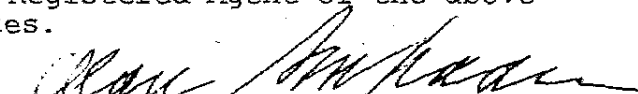
My Commission Expires: 10/5/05



Howard W. Meridy  
Commission # DD 051403  
Expires Oct. 5, 2005  
Bonded Thru  
Atlantic Bonding Co., Inc.

This is to confirm appointment of ALAN PINKWASSER, 8231 Muirhead Circle, Boynton Beach, Florida 33437 as Resident Agent of said Corporation.

This is to confirm that I agree to be Registered Agent of the above Corporation pursuant to Florida Statutes.

  
Alan Pinkwasser