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TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

PA TERNANDEZ, SUBJECT: OF YONALD J. AW 1510D) CORPORA CLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00\$78.75Filing FeeFiling Fee& Certificate of Status

X1 \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status
PY REQUIRED

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION OF Law Offices of Ronald J. Fernandez, P.A.

FILED

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SEULATIASSEE, FLORIDA

The undersigned, acting as Incorporator, signs the following Articles of Incorporation for

the purpose of forming a professional service corporation under the laws of the State of Florida.

Article 1. Name

The name of this corporation shall be:

` **!**

Law Offices of Ronald J. Fernandez, P.A. (the "Corporation")

Article 2. Principal Office

The principal office and mailing address of the corporation is:

11400 N. Kendall Drive, Suite 112, Miami, Florida 33176.

Article 3. Duration

The period of its duration is perpetual. It shall commence its existence upon the filing of these Articles of Incorporation with the Secretary of State of Florida.

Article 4. Purpose

The general purposes for which the Corporation is initially organized are:

To render the following specific professional service (as defined in Section 621.03 of the Professional Service Corporation and Limited Liability Act) and none other, to wit: the personal services rendered by attorneys at law as provided by Chapter 454 of the Florida Statutes or any successor statute providing therefor.

And in connection therewith and in furtherance thereof, to possess and exercise all the powers and privileges granted by the Florida Business Corporation Act or any other law of Florida or by these Articles of Incorporation together with any powers incidental thereto, so far as such powers and privileges are consistent with, and not prohibited by, the Professional Service Corporation and Limited Liability Company Act.

Article 5. Capital Stock

The corporation is authorized to issue Ten-Thousand (10000) shares at One-cent (\$0.01) par value.

Article 6. Initial Registered Office and Agent

The name and address of the initial registered agent and office of this corporation is as follows: Ronald J. Fernandez, Esq., 11400 N. Kendall Drive, Suite 112, Miami, Florida 33176.

Article 7. Initial Board of Directors

This corporation shall have <u>one</u> director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one.

The name and address of the initial director of this corporation is:

Ronald J. Fernandez, Esq., 11400 N. Kendall Drive, Suite 112, Miami, Florida 33176.

Article 8. Incorporator

The name and address of the incorporator signing these Articles of Incorporation is:

Ronald J. Fernandez, Esq., 11400 N. Kendall Drive, Suite 112, Miami, Florida 33176.

Article 9. Amendment of Articles

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders subject to this reservation.

Article 10. Pre-emptive Rights

Each shareholder of this corporation shall have the first right to purchase shares (and

securities convertible into shares), of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms, and inviting him or her to exercise his or her preemptive rights. The right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

Article 11, Removal of Directors

At a meeting of shareholders called expressively for that purpose, any one director, or the entire board of directors, may be removed, with or without cause, by a vote of the holders of the majority of the shares then entitled to vote at an election of directors.

Article 12. Indemnification

This corporation may be empowered to indemnify any officer or director in the manner set out and provided for pursuant to the provisions of Section 607.014 of the Florida Statutes, as amended.

Article 13. Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors and approved at a stockholder meeting by a majority of the shares entitled to vote thereon.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE AND DESIGNATING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That the Law Offices of Ronald J. Fernandez, P.A., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the County of Miami-Dade, State of Florida, has named Ronald J. Fernandez, Esq., located at 11400 N. Kendall Drive, Suite 112, Miami, Florida 33176 as its registered agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above named 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 relative to keeping-said office open.

ered Agent

