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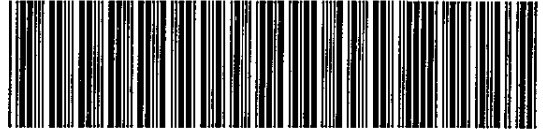
(Business Entity Name)

(Document Number)

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04 JAN 12 AM 8:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW OFFICE OF
ROBERT P. ROSIN, CHARTERED
ATTORNEY AT LAW
P.O. BOX 40
SARASOTA, FL 34230
(941) 927-8050
ROBERT P. ROSIN

Board Certified Civil Trial Lawyer
(retired)
Fellow American Academy of
Matrimonial Lawyers
(retired)

Supreme Court Certified Mediator

Circuit Court Civil
Family Law

December 29, 2003

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 34314

RE: Andrew W. Rosin, P.A. (Articles of Incorporation)

Gentlemen:

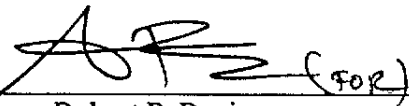
Enclosed please find Articles of Incorporation for Andrew W. Rosin, P.A., together with a copy thereof together with a check payable to your order in the sum of \$122.50 for the filing fee of these Articles of Incorporation with your office.

Please return to me the enclosed copy of these Articles of Incorporation time stamped by your office reflecting the day, month, year and time of filing of them.

Many thanks for your courtesy in this matter.

Very truly yours,

ROBERT P. ROSIN, CHARTERED

By:  (for)
Robert P. Rosin

RPR:mt
Enclosure

ARTICLES OF INCORPORATION
OF
ANDREW W. ROSIN, P.A.

FILED
04 JAN 12 AM 8:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract and an attorney, duly licensed to render services as such under the laws of the State of Florida, hereby forms a professional corporation for profit under the provisions of Chapter 608, Florida Statutes, as amended by "The Professional Service Corporation Act" and other laws of the State of Florida.

ARTICLE I

NAME: The name of this corporation shall be:

ANDREW W. ROSIN, P.A.

ARTICLE II

Section 1: To engage in every phase and aspect of rendering to the public the same professional services that an attorney, duly licensed under the laws of the State of Florida, is authorized to render and that such professional services shall be rendered only through its officers, employees and agents who are duly licensed or otherwise legally authorized under the laws of the State of Florida to render the same.

Section 2: To invest the funds of the corporation in real estate, mortgages, stocks, bonds and any other type of investment, and to own real and personal property necessary for rendering professional services authorized hereby.

ARTICLE III

CAPITAL STOCK: The maximum number of shares of stock that this corporation shall be authorized to have outstanding at any one time shall be one thousand (1000) having zero (\$0) par value. All stock issued shall be fully paid and non-assessable. The stockholder(s) shall have no pre-emptive rights with respect to the stock of the corporation, and the corporation may issue and sell its common stock from time to time without offering such shares to the stockholder(s) then holding shares of common stock. Shares of the corporation's stock and certificates therefore shall be issued only to attorneys authorized and licensed to practice law in the State of Florida.

ARTICLE IV

INITIAL CAPITAL: The amount of capital with which this corporation shall begin business will not be less than \$500.00.

ARTICLE V

TERM OF EXISTENCE: This Corporation is to exist perpetually.

ARTICLE VI

ADDRESS OF THIS CORPORATION: The initial street address of the principal office of this corporation in the State of Florida is 7132 N. Serenoa Drive, Sarasota, Florida 34241. The Board of Directors shall have the power to establish branch offices and, from time to time, move the principal office of the corporation to any other address in Florida. The registered office of the Corporation shall be 7132 N. Serenoa Drive, Sarasota, Florida 34241 and the registered agent shall be Andrew W. Rosin whose business address is the same as the registered office of the Corporation.

ARTICLE VII

DIRECTORS: This Corporation shall have one (1) director, initially. The number of directors may be increased or decreased from time to time as permitted by the laws of the State of Florida, by By-Laws adopted by the stockholder(s). Any director may be removed from office by a majority of the stock entitled to vote thereon at any annual or special meeting of the stockholder(s), for any cause deemed sufficient by such stockholder(s).

ARTICLE VIII

INITIAL DIRECTORS: The names and street addresses of the members of the first Board of Director(s) who, subject to provisions of the By-Laws and these Articles of Incorporation, shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Andrew W. Rosin	7132 N. Serenoa Drive Sarasota, Florida 34241

ARTICLE IX

STOCK: The stock of this corporation may be issued, owned and registered only in the name or names of an individual or individuals who are duly authorized and licensed to practice law in the State of Florida, and who are employees, officers or agents of this corporation. In the event that a stockholder:

- (a) becomes disqualified to practice as an attorney in this state, or

(b) is elected to a public office or accepts employment that, pursuant to law, places restrictions or limitations upon his continued rendering of professional services as an attorney, or

(c) ceases to be an employee, officer or agent of the corporation, or

(d) sells, transfers, hypothecates or pledges, or attempts to sell, transfer, hypothecate or pledge any shares of stock in this corporation to any person ineligible by law or by virtue of these Articles to be a shareholder in this corporation, or if such sale, transfer, hypothecation or pledge or attempt to sell, transfer, hypothecate or pledge is made in a manner prohibited by law or in a manner inconsistent with the provisions of these Articles, or the By-Laws of this corporation, or

(e) suffers an execution to be levied upon his stock, or such stock is subjected to judicial sale or other process, the effect of which is to vest any legal or equitable interest in such stock in some person other than the shareholder,

then the stock of such shareholder shall immediately stand forfeited and such stock shall be immediately cancelled by this corporation and the stockholder or other person in possession of such stock shall be entitled only to receive payment for the value of such stock which, in the absence of by-law provisions or written agreement between the corporation and its stockholders, or written agreement among its stockholders, shall be the book value thereof as of the last day of the month preceding the month in which any of the events above enumerated occurs. The stockholder whose stock so becomes forfeited and is cancelled by the corporation shall forthwith cease to be an employee, officer, director or agent of the corporation, and expect to receive payment for this stock in accordance with the foregoing, and payment of any other sums then lawfully due and owing to said stockholder by the corporation, such stockholder shall then and thereafter have no further financial interest of any kind in this corporation.

ARTICLE XI

DEATH OF STOCKHOLDER: Upon the death of a stockholder, his stock shall be subject to purchase by this corporation or by the other stockholders at such price

and upon such terms and conditions and in such manner as may be provided for in the by-laws of this corporation, or by written agreement among the stockholders, in a manner consistent with law and these Articles.

ARTICLE XII

TRANSFER OF STOCK: No stockholder of this corporation may sell or transfer any of such stockholder's shares of stock in this corporation except to another individual who is then duly authorized and licensed to practice law in the State of Florida and then only after the proposed sale or transfer shall have been first approved, at a stockholders' meeting specially called for such purpose. The corporation's shareholders are specifically authorized from time to time to adopt by-laws not inconsistent herewith restraining the alienation of shares of stock of this corporation and providing for the purchase of redemption by the corporation of its shares of stock.

ARTICLE XIII

RESTRICTIONS: In furtherance of and not in limitation of the powers conferred by statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the corporation;

1. Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the By-Laws, the Board of Director(s) shall have the general management and control of the business and may exercise all of the powers of the corporation except such as may be by statute, or by the By-Laws as constituted from time to time, expressly conferred upon or reserved to the stockholder(s).

2. The corporation shall have such officer(s) as may from time to time be provided in the By-Laws and such officer(s) shall be designated in such manner and shall hold their officer(s) for such terms and shall have such powers and duties as may be prescribed by the By-Laws or as may be determined from time to time by the Board of Director(s) subject to the By-Laws.

3. No contract or other transaction between the corporation and any other firm, association or corporation shall be affected or invalidated by the fact that any one or more of the Directors of the corporation is or are interested in or is a member, director or officer or are members, directors or officers of such other firm or corporation, and any director or directors individually or jointly may be a party or parties to or may be interested in any contract or transaction of the corporation or in which the corporation is interested; and no contract, act or transaction of the corporation with any person, firm, association or corporation shall be effected or invalidated by the fact that any Director or directors of the corporation is a party or are parties to or interested in such contract, act or transaction or in any way connected with such person, firm, association, or corporation, and each and every person who may become a Director of the 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 in any way be interested.

ARTICLE XIV

AMENDMENT: This corporation reserves the right to amend, alter, change or repeal any provisions contained herein in the manner now or hereafter prescribed by

law, and all rights conferred on stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned subscriber, have hereunto set my hand and seal for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make, subscribe, acknowledge and file in the office of the Secretary of State of the State of Florida these Articles of Incorporation and certify that the facts herein stated are true, all this 29th day of December, 2003.



Andrew W. Rosin

Having been named Registered Agent to accept service of process for the above stated corporation at registered office designated in the Articles, I hereby accept such designation and agree to serve as Registered Agent.



Andrew W. Rosin

STATE OF FLORIDA
COUNTY OF SARASOTA

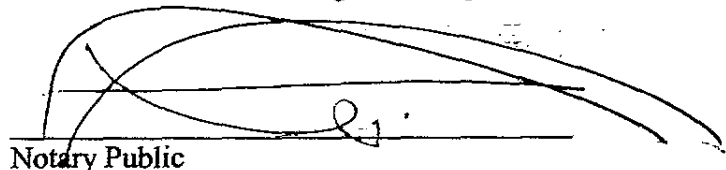
The foregoing instrument was acknowledged before me this 29th day of December, 2003, by Andrew W. Rosin as Subscriber and as Registered Agent.



Robert P. Rosin
Commission # CC 987258
Expires Jan. 20, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

My Commission Expires:

ROSIN ANDREW W. ARTICLES OF INCORPORATION


Notary Public