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04 MAY 19 PM 4:36
TALLAHASSEE, FLORIDA

EB

TRANSMITTAL LETTER

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

SUBJECT: Andrew F. Garofalo, P.A.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Andrew F. Garofalo
Name (Printed or typed)

7740 NW 63rd Avenue
Address

Parkland, FL 33067
City, State & Zip

954-752-4326
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF
ANDREW F. GAROFALO, P.A.**

FILED
04 MAY 19 PM 4:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, being duly licensed to practice law under the laws of the State of Florida, adopts these Articles to form a corporation under the Professional Service Corporation and Limited Liability Company Act, F.S. Chapter 621, and other laws of the State of Florida.

ARTICLE I. NAME

The name of the professional service corporation is Andrew F. Garofalo, P.A.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this professional service corporation is 7740 N.W. 63rd Avenue, Parkland, FL 33067.

ARTICLE III. PURPOSE

The professional service corporation is formed to engage in every phase and aspect of the practice of law. In addition, the professional service corporation may invest its funds in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

ARTICLE IV. TERM OF EXISTENCE

The professional service corporation shall have perpetual existence starting on the date these Articles of Incorporation are filed by the Florida Department of State.

ARTICLE V. CAPITAL STOCK

The maximum number of shares this professional service corporation is authorized to issue is 1,000 shares of common stock having a par value \$1.00 per share. All common shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

None of the shares of the professional service corporation may be issued to or held by anyone other than an individual duly licensed to practice law in the state of Florida.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this professional service corporation is 7740 N.W. 63rd Avenue, Parkland, Florida 33067. The name of the initial registered agent at that address is Andrew F. Garofalo, Esq.

ARTICLE VII. BOARD OF DIRECTORS

The business of the professional service corporation shall be managed by its board of directors. The initial board of directors shall consist of one member. This number may be increased or decreased from time to time in accordance with the professional service corporation's Bylaws, but shall never be less than one. The name and address of the member of the first board of directors is:

Andrew F. Garofalo, Esq.
7740 N.W. 63rd Avenue, Parkland, Florida 33067

ARTICLE VIII. SUBSCRIBER

The name and address of the person signing these Articles of Incorporation as subscriber is:

Andrew F. Garofalo, Esq.
7740 N.W. 63rd Avenue, Parkland, Florida 33067

ARTICLE IX. RESTRAINT ON ALIENATION OF SHARES

The shareholders of the professional service corporation shall have the power to include in the Bylaws, or by separate agreement adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the professional service corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details, of the disposition shall be determined by the shareholders of the professional service corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No shareholder of the professional service corporation may sell or transfer stock in the professional service corporation except to another individual who is eligible to be a shareholder of the professional service corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose. If any shareholder becomes legally disqualified to practice law in the state of Florida, is elected to a public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that shareholder's shares of stock shall immediately become subject to purchase by the professional service corporation in accordance with the Bylaws adopted by the shareholders.

ARTICLE X. INDEMNIFICATION

The professional service corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE XI. AMENDMENT

The professional service corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

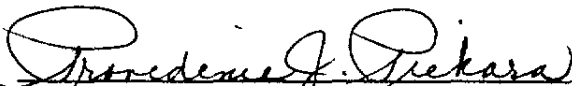
IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation on May 17, 2004.



Andrew F. Garofalo

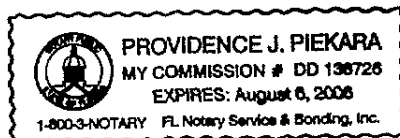
State of Florida
County of Palm Beach }

Sworn to and subscribed before me this 17th day of May, 2004, by Andrew F. Garofalo, who is personally known to me or who has produced a driver's license as identification.



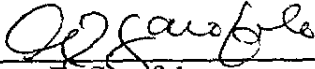
Notary Public -- State of Florida

(Seal)



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Andrew F. Garofalo, P.A. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position under F.S. 607.0501(3).



Andrew F. Garofalo

Date: May 17, 2004

FILED
04 MAY 19 PM 4:36
SECURITY / DATE
TALLAHASSEE, FLORIDA