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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**gary r. shendell, p.a.**

Certificate of Status	0
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J. Shivers OCT 18 2006

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ARTICLES OF INCORPORATION  
OF  
GARY R. SHENDELL, P.A.

(5)

Article I. Name

The name of this Florida corporation (the "Corporation") formed under the provisions of Section 621, Florida Statutes, is Gary R. Shendell, P.A.

Article II. Address

The principal office and mailing address of the Corporation are:

5355 Town Center Road  
Suite 200  
Boca Raton, FL 33486

Article III. Purpose

This Corporation is organized for the purposes of (i) engaging in every phase and aspect of rendering legal services which persons license to practice law are authorized to render, and (ii) doing everything necessary or appropriate and proper for the accomplishment of this Corporation's business, either alone or in association with other persons, firms or entities. The foregoing shall not be deemed to limit or restrict in any manner the general powers of this Corporation and the enjoyment and exercise thereof as conferred by the laws of the State of Florida upon corporations organized to provide legal services under the provisions of Chapter 621, Florida Statutes (as it now exists or is hereafter amended), including, without limitation, the power to invest funds of this Corporation in real estate, mortgages, stocks, bonds or any other type of investment, and the power to own real and personal property necessary for the rendering of its legal service.

Article IV. Incorporator

The name and address of the person signing these Articles of Incorporation as incorporator are:

Gary R. Shendell  
5355 Town Center Road  
Suite 200  
Boca Raton, FL 33486

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**Article V. Initial Registered Agent**

The name and address of this Corporation's initial registered agent are:

Gary R. Shendell  
5355 Town Center Road  
Suite 200  
Boca Raton, FL 33486

**Article VI. Initial Board of Directors**

The initial board of Directors of this Corporation shall be comprised of one (1) person. The number of directors may be either increased or decreased from time to time as provided for in the By-laws of the Corporation, but shall never be less than one. The name and address of the initial director of this Corporation are:

Gary R. Shendell  
5355 Town Center Road  
Suite 200  
Boca Raton, FL 33486

**Article VII. Capital Stock**

The aggregate number of shares which this Corporation shall have authority to issue is Ten Thousand (10,000) shares of common stock, all of which are to have a par value of One Dollar (\$1.00) per share.

**Article VIII. Indemnification**

This Corporation shall indemnify any officer or director, or any former officer or director, of this Corporation to the fullest extent permitted by law.

**Article IX. Amendment**

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

**Article X. Corporate Existence**

These Articles of Incorporation shall become effective and the corporate existence of this Corporation shall begin effective as of October 11, 2006.

**Article XI. By-laws**

The power to alter, amend or repeal the By-laws of this Corporation shall be vested in each of the Board of Directors and the shareholders of this Corporation. The shareholders of this Corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on October 11, 2006.

  
\_\_\_\_\_  
Gary R. Shendell, Incorporator

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name of the corporation is Gary R. Shendell, P.A.

The name and address of the registered agent and office is:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of the registered agent position.

Date: October 11, 2006

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