

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : GEORGE F. INDEST III, P.A. - THE HEALTH LAW FIRM
Account Number : I20000000056
Phone : (407) 331-6620
Fax Number : (407) 331-3030

FLORIDA PROFIT/NON PROFIT CORPORATION**MATTHEW R. GROSS, J.D., P.A.**

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Corporate Filing Menu

Help

July 14, 2009

GEORGE F. INDEST III, P.A. - THE HEALTH LAW FIRM

SUBJECT: MATTHEW R. GROSS, J.D., P.A.
REF: W09000032208

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent and street address must be consistent wherever it appears in your document.

A corporation may not serve as its own registered agent. Please designate an individual or another active entity filed or registered with this office, having a Florida street address.

If you have any further questions concerning your document, please call (850) 245-6973.

Claretha Golden
Regulatory Specialist II
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1/29/10

GEORGE F. INDEST III*

LICENSED IN FLORIDA, LOUISIANA
AND THE DISTRICT OF COLUMBIA

BOARD CERTIFIED BY THE FLORIDA
BAR IN HEALTH LAW

MICHAEL L. SMITH, J.D.*

LICENSED IN FLORIDA
REGISTERED RESPIRATORY THERAPIST

BOARD CERTIFIED BY THE FLORIDA
BAR IN HEALTH LAW



THE HEALTH LAW FIRMsm

"THE PHYSICIAN'S ADVOCATES"

RESPOND ONLY TO MAIN OFFICE:

1101 DOUGLAS AVENUE

ALTAMONTE SPRINGS, FLORIDA 32714

TELEPHONE: (407) 331-6620

TELEFAX: (407) 331-3030

www.TheHealthLawFirm.com

BRANCH OFFICE

**37 N. ORANGE AVENUE
ORLANDO, FLORIDA 32801**

BRANCH OFFICE

**201 E. GOVERNMENT STREET
PENSACOLA, FLORIDA 32501
TELEPHONE: (850) 439-1001**

JOANNE KENNA, R.N., J.D.

LICENSED IN FLORIDA
REGISTERED NURSE
(ILLINOIS)

MATTHEW R. GROSS, J.D., P.A.

LICENSED IN FLORIDA
(OF COUNSEL)

January 25, 2010

VIA EXPRESS MAIL - RETURN RECEIPT REQUESTED

EM168589282US

Department of State
Division of Corporations
(Attention: Manager of Division)
Post Office Box 6327
Tallahassee, Florida 32314

**Re: Articles of Incorporation
MATTHEW R. GROSS, J.D., P.A.
REQUEST FOR CORRECTED FILING**

Dear Division Manager:

I am writing this letter regarding the filing of the Articles of Incorporation of Matthew R. Gross, J.D., P.A.

On July 13, 2009, at 1:56 P.M., we fax-filed the Articles of Incorporation of Matthew R. Gross, J.D., P.A., fax audit number H09000161910 3, enclosure (1). The cover sheet and telefax transmittal sheet showing these were successfully transmitted to your office on July 13, 2009, is attached. Enclosure (1).

To date, we had not received any documentation from the Department of State, Division of Corporations, regarding the filing of these documents or rejecting them. We assumed that, since we did not hear anything to the contrary, these articles had been successfully filed on July 13, 2009.

Today, while searching for corporate information on SUNBIZ.ORG, I could not locate the name of the corporation. When I had my Legal Assistant, Rebecca Horn, contact your office, she was advised that your office had not accepted these articles and had returned them to us.

Department of State
Division of Corporations
(Attention: Manager of Division)
January 25, 2010
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However, we did not ever receive any returned articles or rejection letter from your office.

I do know that we had received several other incorrect or mistaken letters regarding corporate filings from your office around this same period of time. When we inquired with your office, we were advised that this correspondence had been sent to us by mistake and that it was your error, not ours, to just ignore it. However, this corporate filing was not one of these.

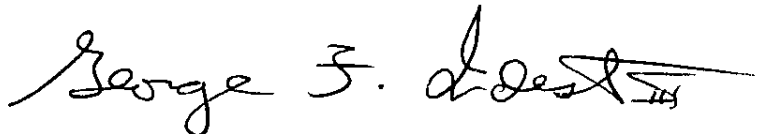
I have enclosed another copy of the Articles of Incorporation which were previously filed, without the fax audit number, so that these may be properly filed with the Department of State, Division of Corporations. Enclosure (2). **I am requesting a corrected filing of these Articles of Incorporation with a retroactive date to July 13, 2009.**

Please note, this firm has an electronic filing account set up with the Department of State. If necessary, please deduct the filing fees from my account. The account number is I20000000056. Alternatively, contact my office and we will forward payment.

If you have any questions, please feel free to contact me at the above listed telephone number, or if I am not available, please ask to speak with my Legal Assistant, Rebecca Horn.

Sincerely,

THE HEALTH LAW FIRM, by:



GEORGE F. INDEST III, J.D., M.P.A., LL.M.
Board Certified by The Florida Bar
in the Specialty of Health Law

encls: (1) Previously fax filed Articles of Incorporation (with Transmittal Receipt)
(2) Copy of Articles of Incorporation to be filed

cc: Matthew R. Gross, J.D.

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**ARTICLES OF INCORPORATION
OF
MATTHEW R. GROSS, J.D., P.A.**

The undersigned, acting as the sole incorporator, desiring to form a professional service corporation for profit pursuant to the Professional Service Corporation and Limited Liability Company Act, Chapter 621 Florida Statutes, and the Florida Business Corporation Act, Chapter 607, Florida Statutes, adopts the following Articles of Incorporation:

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DIVISION OF CORPORATIONS
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ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be Matthew R. Gross, J.D., P.A.

ARTICLE II - GENERAL PURPOSES

The general purposes for which the corporation is organized shall be to practice and to provide legal services. It is intended that the corporation is organized for and may conduct and transact any and all lawful business authorized and not prohibited by the Professional Service Corporation and Limited Liability Company Act and the Florida Business Corporation Act, as the same may be, from time to time, amended.

ARTICLE III - PRINCIPAL OFFICE

The principal office of the corporation in the State of Florida is 178 Lago Vista Boulevard, Casselberry, Florida 32707.

ARTICLE IV - INCORPORATOR

The name of the Incorporator is Matthew R. Gross, and his address is: 178 Lago Vista Boulevard, Casselberry, Florida 32707.

**ARTICLE V - INITIAL REGISTERED OFFICE
AND REGISTERED AGENT**

The name of the initial registered agent of the corporation is Matthew R. Gross and the address of the registered office shall be: 178 Lago Vista Boulevard, Casselberry, Florida 32707.

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ARTICLE VI - TERM OF EXISTENCE

The corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually.

ARTICLE VII - CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding is 100,000 shares which shall be designated Common Shares with no par value.

ARTICLE VIII - NO PREEMPTIVE RIGHTS

There shall be no preemptive rights for shareholders.

ARTICLE IX - AMENDMENT TO ARTICLES

These Articles of Incorporation may be amended in any manner permitted by law.

ARTICLE X - BYLAWS

The power to adopt, amend, or repeal Bylaws for the management of the corporation shall be vested solely in the shareholders of the corporation.

ARTICLE XI - NUMBER OF DIRECTORS

The initial number of directors of the corporation shall be one (1) which number may be increased or decreased pursuant to the Bylaws of the corporation.

**ARTICLE XII - LIABILITY AND INDEMNIFICATION OF
DIRECTORS, OFFICERS, ETC.**

The personal liability of all of the directors of the corporation is hereby eliminated to the fullest extent allowed as provided by the Florida Business Corporation Act as the same may be supplemental and amended from time to time. The corporation shall, to the fullest extent legally permissible under the provisions of Florida Law, as the same may be amended and supplemented, indemnify and hold harmless any and all persons whom shall have power to indemnify under said


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provisions from and against any and all liabilities (including expenses) imposed upon or reasonably incurred by him in connection with any action, suit or other proceeding in which he may be involved or with which he may be threatened, or other matters referred to in or covered by said provisions both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as a person who has ceased to be a director or officer of the corporation. Such indemnification provided shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, Agreement or Resolution adopted by the shareholders entitled to vote thereon after notice.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation
in Seminole County, Florida, on this date: July 13, 2009.

INCORPORATOR:



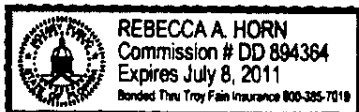
MATTHEW R. GROSS, J.D.
178 Lago Vista Boulevard
Casselberry, Florida 32707
(as Incorporator)


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ACKNOWLEDGMENT

STATE OF FLORIDA)
) SS:
COUNTY OF SEMINOLE)

The foregoing instrument was acknowledged before me on this 13th day of July, 2009, by
MATTHEW R. GROSS as incorporator, who is personally known to me.





NOTARY PUBLIC-STATE OF FLORIDA

SEAL

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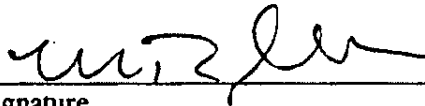
ACCEPTANCE BY REGISTERED AGENT

The undersigned, as registered agent appointed in accordance with the foregoing Articles of Incorporation for **MATTHEW R. GROSS, J.D., P.A.**, does hereby accept such appointment, and does hereby state that it is familiar with, and accepts, the obligations imposed pursuant to Sections 607.0501 and 607.0505 of the Florida Business Corporation Act.

Name: **MATTHEW R. GROSS, J.D., P.A.**

Address: 178 Lago Vista Boulevard
Casselberry, Florida 32707

By:

 / 7/13/2009
Signature / Date
Matthew R. Gross
Its President

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