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PS 6/24/11

COVER LETTER

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

SUBJECT: ARORA, 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: RADHIKA ARORA

Name (Printed or typed)

1155 BRICKELL BAY DRIVE # 2710

Address

MIAMI, FLORIDA 33131

City, State & Zip

Daytime Telephone number

E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION ^{11 JUN 23 PM 12: 51}

OF

ARORA, P.A.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a business entity under Chapter 607 and Chapter 621 of the Florida Statutes.

ARTICLE I - NAME

The name of the Corporation is Arora, P.A., (hereinafter, "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 1155 Brickell Bay Drive, #2710, Miami, Florida 33131 and the mailing address is the same as above.

ARTICLE III - NATURE OF BUSINESS

The general nature of the business to be transacted by the Corporation is:

3.1 To engage in every phase and aspect of the business of rendering legal services to the public that an attorney at law, duly licensed under the laws of the United States and the State of Florida is authorized to render, provided such legal services shall be rendered only through officers, employees and agents who are duly licensed or otherwise legally authorized, to engage in the practice of law within the United States and the State of Florida.

3.2 To purchase or otherwise acquire, and to own, mortgage, pledge, self, assign, transfer, otherwise dispose of, and to invest in, deal in and with, real and personal property necessary for the rendering of legal services.

3.3 To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

3.4 To consolidate or merge with or purchase the assets of another domestic professional corporation rendering the same professional services.

3.5 The foregoing paragraphs shall be construed as enumerating both objects and purposes of the Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit and restrict in any manner the purposes of the Corporation otherwise permitted by law.

ARTICLE IV - CAPITAL STOCK

4.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **ONE HUNDRED THOUSAND (100,000)** shares of common stock, each share having the par value of **ONE DOLLAR AND 00/100 (\$1.00)**.

4.2 All holders of shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote.

4.3 All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.

4.4 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

4.5 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the Bylaws of the Corporation.

4.6 The shares of common stock of the Corporation shall be issued only to persons who meet the requirements of Section 621.09 of the Professional Service Corporation and Limited Liability Company Act, as such provisions may be amended from time to time. The Corporation shall have the authority to place restrictions on the shares of common stock, including, but not limited to, restrictions on the transferability of the shares of common stock and the appreciation in value of the shares of common stock, pursuant to the terms of an agreement among its shareholders, as such agreement may be amended from time to time.

ARTICLE V - SUB-CHAPTER S CORPORATION

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.

5.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.

5.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Sub-chapter S of the Internal Revenue Code of 1986, as amended.

5.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

ARTICLE VI - TERM OF EXISTENCE

The Corporation shall exist perpetually.

ARTICLE VII - OFFICERS

The officers of the Corporation shall be:

President: Radhika Arora
Secretary: Radhika Arora
Treasurer: Radhika Arora

whose mailing addresses shall be the same as the principal office of the Corporation.

ARTICLE VIII – DIRECTOR

The Director of the Corporation shall be Radhika Arora whose mailing addresses shall be the same as the principal office of the Corporation.

ARTICLE IX - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE X - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is 1155 Brickell Bay Drive, #2710, Miami, Florida 33131. The name and address of the registered agent of this Corporation is Radhika Arora, 1155 Brickell Bay Drive, #2710, Miami, Florida 33131.

ARTICLE XI - BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE XII - INDEMNIFICATION

Provided the person proposed to be indemnified satisfies the requisite standard of conduct for permissive indemnification by a corporation as set forth in the applicable provisions of the Florida Business Corporation Act (currently, Sections 607.0850(1) and (2) of the Florida Statutes), as the same may be amended from time to time, the Corporation shall indemnify its officers and directors, to the fullest extent permitted by the provisions of such law, as the same may be amended and supplemented, from and against any and all of the expenses or liabilities incurred in defending a civil, criminal, administrative or investigative action, suit or proceeding (other than in an action, suit or proceeding brought by this Corporation upon authorization of the Managing Shareholder) or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, as to actions in their official capacity as officers, directors, employees or other agents of the Corporation or its subsidiaries or affiliates. Expenses (including attorneys' fees) incurred by an officer or director in defending any civil, criminal, administrative or investigative action, suit or proceeding shall be paid by the Corporation in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of such director or officer to repay such amount if it shall ultimately be determined that he or she is not entitled to be indemnified by the Corporation as authorized in this Article. The indemnification and advancement of expenses provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of stockholders or directors or otherwise. Such indemnification shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs and personal and other legal representatives of such a person. Except as otherwise provided above, an adjudication, of liability shall not affect the right to indemnification for those indemnified.

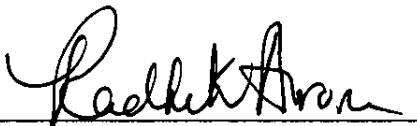
ARTICLE XIII - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

ARTICLE XIV - EFFECTIVE DATE

The effective date of these Articles of Incorporation shall be upon filing with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned, an incorporator has made and subscribed these Articles of Incorporation at Miami, Florida, for the foregoing uses and purposes, this June 16, 2011.


Radhika Arora, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

Having been named as registered agent to accept service of process for the above stated Corporation at the place designated in this Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Radhika Arora, Registered Agent

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