

Florida Department of State  
Division of Corporations  
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FLORIDA PROFIT/NON PROFIT CORPORATION  
LAZARO J. LOPEZ, P.A.

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November 21, 2011

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

EXPRESS

SUBJECT: LAZARO J. LOPEZ, P.A.  
REF: W11000058808

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.

You failed to make the correction(s) requested in our previous letter.

You must list the corporation's principal street address and/or a mailing address in the document. A post office box is not acceptable for the principal address.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

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Justin M Shivers  
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P. 003

11 DEC -6 PM 1:43

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
LAZARO J. LOPEZ, P.A.**

The undersigned natural person, competent, and licensed to practice Law in the State of Florida, acting hereby as incorporator for the purpose of forming a professional service corporation for profit under the provisions of Florida Business Corporations Act, and Florida Professional Service Corporation Act of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

**ONE - NAME OF CORPORATION**

The name of the corporation shall be **LAZARO J. LOPEZ, P.A.**

**TWO - PURPOSES**

The general nature and purposes of business to be transacted, promoted, and carried on by the corporation are:

- A. To engage in every aspect in the practice of Law, and all its fields of concentrations, as are engaged in by Attorneys and Counselors at Law.
- B. To engage and render professional services involved only through its officers, agents, or employees who shall be members in good standing of the Florida Bar, and duly authorized and licensed within the State of Florida to render the same professional services as this corporation.
- C. Shares of the corporation's stock shall be issued only to attorneys who are members in good standing of the Florida Bar, and duly authorized and licensed within the State of Florida to render the same professional services as this corporation.
- D. To engage in no other business other than the rendition of the professional services specified herein.

**THREE - CAPITAL STOCK**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 100 shares of common stock each having no par value. The consideration to be paid for each share shall be payable in lawful money, property, labor, or services. Shares of the

corporation's stock shall be issued only to attorneys who are members in good standing of the Florida Bar, and duly authorized and licensed within the State of Florida to render the same professional services as this corporation.

#### **FOUR - DURATION**

The corporation shall have perpetual existence.

#### **FIVE - REGISTERED AGENT**

The name and address of the corporation's initial registered agent is:

LAZARO J. LOPEZ, ESQ.  
2333 Brickell Avenue  
Suite A-1  
Miami, Florida 33129

#### **SIX - INCORPORATORS**

The names and addresses of the incorporator are:

LAZARO J. LOPEZ, ESQ.  
2333 Brickell Avenue  
Suite A-1  
Miami, Florida 33129

#### **SEVEN - BOARD OF DIRECTORS**

The corporation shall have a Board of Directors consisting of a maximum of three (3) persons. The number of directors may be increased or decreased from time to time by unanimous resolution of the stock holders, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

LAZARO J. LOPEZ, ESQ.  
2333 Brickell Avenue  
Suite A-1  
Miami, Florida 33129

#### **EIGHT - INFORMAL SHAREHOLDER ACTION**

Any action of the shareholders may be taken without a meeting if consent, in writing, setting forth the action to be taken shall be signed by all the shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records. If all of the directors severally and collectively consent, in writing, to any action taken or to be taken by the

corporation, and the written instrument evidencing consent is filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

#### **NINE - SEVERANCE AND TERMINATION OF EMPLOYMENT**

If any director or shareholder of this corporation becomes legally disqualified to render the professional services for which this corporation is organized, or accepts employment which places restrictions or limitations on the director or shareholder's ability to render such professional services, the director or shareholder shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, either directly or indirectly, in any earnings or profits realized by the corporation. The corporation shall forthwith, upon such disqualification of any director or shareholder, purchase the shares owned by the disqualified director or shareholder and pay all amounts owing and lawfully owed to said director or shareholder by the corporation, except that such shares shall not be entitled to receive dividends.

#### **TEN - INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### **ELEVEN - BY-LAWS; AMENDMENTS**

The power to adopt, amend, alter, or repeal the by-laws of this corporation shall be vested in the Board of Directors and shareholders provided that such action be in compliance with the laws of the State of Florida governing a professional service corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida on this 14th day of November, 2011.

  
LAZARO J. LOPEZ, ESQ

#### **TWELVE - PRINCIPAL / MAILING ADDRESS**

The principal and mailing address is: 2333 BRICKELL AVENUE STE. A-1 MIAMI, FL 33129

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P. 006

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OF  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING  
AN AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 607.34, Florida Statutes, the following is submitted, in compliance with said Act:

That **LAZARO J. LOPEZ, P.A.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Miami, County of Miami-Dade, State of Florida, has named **LAZARO J. LOPEZ, ESQ.**, located at **2333 Brickell Avenue, Suite A-1, Miami, Florida 33129**, as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT: (Must be signed by designated agent)**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By:

  
**LAZARO J. LOPEZ, ESQ.**  
Registered Agent

**STATE OF FLORIDA  
COUNTY OF MIAMI-DADE**

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared **Lazaro J. Lopez, Esq.**, to me known to be the person described as registered agent in the foregoing professional association and he acknowledged before me that he subscribed his name thereto for the purposes therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 14th day of November, 2011.

  
NOTARY PUBLIC

My Commission Expires:

