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TALLAHASSEE, FLORIDA

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COVER LETTER

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

SUBJECT: Justin W. Pimenta, 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: Justin W. Pimenta, Esquire

Name (Printed or typed)

900 West Platt Street

Address

Tampa, Florida 33602

City, State & Zip

813-466-8030

Daytime Telephone number

jpimenta@uiterwyklaw.com

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
OF
JUSTIN W. PIMENTA, P.A.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, pursuant to the provisions of Chapters 607 and 621, Florida Statutes and for the purpose of forming a professional corporation of attorneys duly licensed in the State of Florida to render professional legal advice, hereby file the following Articles of Incorporation:

ARTICLE I - CORPORATE NAME

The name of this Corporation shall be Justin W. Pimenta, P.A.

ARTICLE II - NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation is: To engage in every phase and aspect of the business of rendering to the public the same professional services that an attorney duly licensed under the laws of the State of Florida is authorized to render, but such professional services shall be rendered only through the corporation's officers, employees and agents who are duly licensed or otherwise legally authorized under the laws of the State of Florida to practice law in this state.

To otherwise engage in any and all lawful business or activities permitted under the laws of the United States or the State of Florida.

To do all and everything necessary and proper for the accomplishment of any of the objects and purposes enumerated in these Articles of Incorporation and any amendment thereto, or in the furtherance thereof or necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objectives or the furtherance of such purposes or objectives for which this Corporation is formed, and to have all of the powers conferred upon this Corporation by the laws of the State of Florida or of any other state or country and not prohibited by Chapters 607 and 621, Florida Statutes; provided, however, that this Corporation shall not engage in any business other than the rendering of professional services described above for which it was organized.

The objects and purposes specified in the foregoing clauses of this Article, unless expressly limited, shall not be limited or restricted by reference to, or inference from, any provision in this or any other Article of these Articles of Incorporation; shall be regarded as independent objects and purposes; and shall be construed as powers as well as objects and purposes, all as permitted by law.

ARTICLE III CAPITAL STOCK

The Corporation is authorized to issue par value common stock as described below, and none other:

Maximum Number of Shares:	1000
Par Value Per Share:	\$1.00

None of the shares of capital stock of this Corporation may be issued to anyone other than an attorney duly licensed to practice law in the State of Florida. The authorized shares of par value common stock may be issued only for a consideration having a value, in the judgment of the Board of Directors, equivalent to at least the full par value of the stock to be issued. Such consideration may be in the form of cash, real property, tangible personal property, intangible personal property, labor or services rendered, other than future services, or any combination of the foregoing.

Each share of common stock of this Corporation shall entitle the holder of record thereof to one vote upon each proposal presented at lawful meetings of the Shareholders. No holder of common stock of this Corporation shall be entitled to any right of cumulative voting.

ARTICLE IV - ADDRESS OF PRINCIPAL OFFICE

The principle place of business and mailing address of the corporation is **900 West Platt Street, Tampa, Florida 33602**. The Board of Directors may from time to time move the principal office to any other address in the State of Florida and may establish branch and other offices within the State of Florida.

ARTICLE V - INITIAL BOARD OF DIRECTORS & OFFICERS

The business of this Corporation shall be conducted by a Board of Directors. The initial Board of Directors shall have one member whose name is as follows:

<u>Name</u>	<u>Street Address</u>
Justin W. Pimenta, Esquire President of Corporation	900 West Platt Street Tampa, Florida 33602

The number of actual directors of the Corporation may be raised or lowered by amendment of the By-Laws of the Corporation but shall in no case be less than one (1).

ARTICLE VI - TERM OF EXISTENCE

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VII – RESTRAIN ON ALIENATION OF SHARES

The shareholders of this Corporation shall have the power to include in the Bylaws, adopted by a majority of the shareholders, any regulatory or restrictive provisions regarding the proposed sale, hypothecation, transfer or other disposition of any of the outstanding shares of this Corporation by any of its shareholders, or in the event of the death of any of its shareholders. The shareholders of the Corporation and the Corporation shall also have the power to so regulate and restrict the transferability of the outstanding shares by contract among the said shareholders or between the shareholders and the Corporation provided that any such contract is filed with the Board of Directors of the Corporation. The shareholders of this Corporation shall determine the form, terms and conditions of any such regulatory or restrictive Bylaws or contracts. No shareholder of this Corporation may sell, hypothecate or otherwise transfer his shares therein except to another individual who is eligible to be a shareholder of this Corporation.

ARTICLE VIII – ADDITIONAL CORPORATE POWERS

In furtherance, and not in limitation of the general powers conferred by the laws of the State of Florida and of the purposes, objects and powers hereinabove stated, the Corporation shall have all the following additional power:

The Corporation shall have the power to enter into, or become a partner in, any arrangement for the sharing of profits, union of interests, or cooperation, joint venture or otherwise with any person, firm or corporation to carry on any business or to make any investment which this Corporation has the direct and incidental authority to engage in.

ARTICLE IX – INDEMNIFICATION OF LIABILITY

The Corporation shall indemnify and hold harmless any and all shareholders, officers, directors, employees, and agents of the corporation to the fullest extent permitted by law. Further, no shareholder, officer, director, employee, or agent of this Corporation shall be personally liable for the debts or obligations of this Corporation of any kind whatsoever, nor shall any property personal or otherwise belonging to and of any of the shareholders, officers, directors, employees, or agents of the Corporation be subject to the payment of the debts or obligations of this Corporation. This article expressly indemnifies all shareholders, directors, officers, employees, and agents of the Corporation from any and all liabilities that shall arise from the Corporation, business transactions of the Corporation, or associated with corporate properties.

ARTICLE X – AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in a manner now or hereafter prescribed by law; and all rights conferred upon shareholders hereunder are granted subject to that reservation.

ARTICLE XI - THE REGISTERED AGENT

The registered agent of the Corporation is: Justin W. Pimenta, esq. and the registered street address is: 900 West Platt Street, Tampa, Florida 33602.

ARTICLE XII - THE INCORPORATOR

The incorporator of this Corporation is Justin W. Pimenta, Esq. whose street address is 900 West Platt Street, Tampa, Florida 33602. IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 5th day of March, 2012.

Dated: 3/5/12

[Signature]
Incorporator: Justin W. Pimenta, Esquire

ARTICLE XIII - ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

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 am familiar with and accept the obligation of my position as registered agent.

Dated: 3/5/12

[Signature]
Registered Agent: Justin W. Pimenta, Esquire

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MAR -9 AM 11:44
NOTARY OF STATE
TAMPA, FLORIDA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JUSTIN W. PIMENTA, ESQUIRE, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he swore before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal, in the State and County aforesaid, this 5th day of March, 2012.

[Signature]
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission Expires:

