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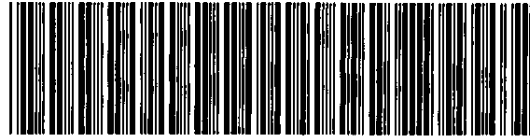
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5-2014



P A L M B E A C H

Guy Rabideau, Esq.
direct: 561.402.7411
grabideau@rabideau-law.com
Florida Bar Board Certified in Real Estate Law

May 19, 2014

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

Re: Rabideau Law, P.A.

Dear Sir/Madam:

The undersigned is the registered owner of the fictitious name "Rabideau Law". I have no objection to and hereby consent to the formation of the professional company known as "Rabideau Law, P.A.".

Should you need anything further, please do not hesitate to contact me.

Sincerely,

A handwritten signature in black ink, appearing to be "Guy Rabideau", written over a horizontal line.

Guy Rabideau

COVER LETTER

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

SUBJECT: Rabideau Law, 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 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$78.75 ☒ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: Guy Rabideau
Name (Printed or typed)
400 Royal Palm Way, Suite 404
Address
Palm Beach, Florida 33480
City, State & Zip
561-655-6221
Daytime Telephone number
grabideau@rabideau-law.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
RABIDEAU LAW, P.A.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
14 MAY 21 11:06

Article I – Name

The name of this Florida professional corporation is Rabideau Law, P.A. (this “Corporation”).

Article II – Purpose

The purpose of this Corporation is:

To engage in the practice of providing professional legal services in any jurisdiction where it may lawfully practice law and to engage in such other lawful activities as are reasonably necessary, convenient, or incidental to that purpose.

To invest its funds in real estate, mortgages, stocks, bonds, or other types of investments, and to own real or personal property reasonably necessary, convenient, or incidental to the rendering of professional legal services.

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.

To consolidate or merge with or purchase the assets of another professional corporation or professional limited liability company rendering the same professional legal services.

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 this Corporation otherwise permitted by law.

Article III – Shareholders

The Shareholders of this Corporation shall be limited to persons, professional corporations, and professional limited liability companies who are duly licensed or otherwise legally authorized to render professional legal services. No Shareholder of this Corporation may sell or transfer his shares in this Corporation except to another professional corporation, professional limited liability company, or individual, each of which must be eligible to be a shareholder of this Corporation. If any Shareholder or employee of this Corporation who has been rendering professional legal services to the public becomes legally disqualified to render such professional legal services or accepts employment that, pursuant to existing law, places restrictions or

limitations upon that person's continued rendering of such professional legal services, that person shall sever all employment with, and financial interests in, this Corporation forthwith.

Article IV – Capital Stock

The total amount of capital stock of this Corporation is one thousand (1,000) shares of common stock with a par value of One Dollar (\$1.00) per share.

All of the shares of stock of this Corporation may be subject to a shareholders' restrictive agreement containing numerous restrictions on the rights of the Shareholders of this Corporation and transferability of the shares of stock of this Corporation. A copy of the shareholders' restrictive agreement, if any, is on file at the principal office of this Corporation.

Article V – Initial Capital

The amount of capital with which this Corporation began business is One Thousand Dollars (\$1,000).

Article VI – Term of Existence

This Corporation shall exist perpetually.

Article VII – Address

The initial mailing and street address of the main office of this Corporation is: 400 Royal Palm Way, Suite 404, Palm Beach, Florida 33480. The Board of Directors may from time to time move the principal office to any other address.

Article VIII – Directors

This Corporation shall have one (1) Director initially. The number of directors may be increased or decreased from time to time by by-laws adopted by the Shareholders, but shall never be less than one (1).

Article IX – Interested Directors

No contract or other transaction between this Corporation and one or more of its Directors, or between this Corporation, firm, association, or other entity in which one or more of this Corporation's Directors are directors or officers, or are financially interested shall be either void or voidable for this reason alone or by reason alone that such Director or Directors are present at the meeting of the Board, are members of a committee thereof which approves such contract or transaction, or that his or their votes are counted for such purpose:

If the fact of such common directorship, officership, or financial interest is disclosed or known to the Board or committee, and the Board or committee approves such contract or transaction by a vote sufficient for such purpose without counting the vote or votes of such interested Director or Directors;

If such common directorship, officership, or financial interest is disclosed or known to the Shareholders entitled to vote thereon, and such contract or transaction is approved by a vote of the Shareholders; or

If the contract or transaction is fair and reasonable as to the Corporation at the time it is approved by the Board, a committee, or the Shareholders.

Common or interested Directors may be counted in determining the presence of a quorum at the meeting of the Board or of a committee which approves such contract or transaction.

Article X – Initial Officers and Directors

The initial Directors and Officers of this Corporation are:

Director: Guy Rabideau, 400 Royal Palm Way, Suite 404, Palm Beach, Florida 33480.

President/Treasurer/Secretary: Guy Rabideau, 400 Royal Palm Way, Suite 404, Palm Beach, Florida 33480.

Article XI – 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, as the same may be amended from time to time, this 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 of 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 such 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 this Corporation or its subsidiaries or affiliates. Expenses (including attorneys' fees and costs) incurred by an Officer or Director in defending any civil, criminal, administrative, or investigative action, suit, or proceeding shall be paid by this Corporation in advance of the final disposition of such action, suit, or proceeding upon receipt of an undertaking by or on behalf of such Officer or Director to repay such amount if it shall ultimately be determined that he is not entitled to be indemnified by this Corporation as authorized by 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 by-law, agreement, vote of Shareholders or Directors, or otherwise. Such indemnification shall continue as to a person who has ceased to be an Officer, Director, employee, or agent, and shall insure to the benefit of the heirs and personal and other legal representatives of such person. Except as otherwise provided above, an adjudication of liability shall not affect the right to indemnification for those indemnified.

Article XII – Bylaws

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

Article XIII – Amendment

This Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation or to 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 the Shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

Article XIV – Effective Date

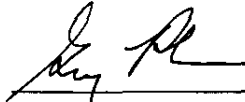
These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

Article XV – Registered Agent and Registered Office

The name and address of the initial registered agent of this Corporation is: Guy Rabideau, 400 Royal Palm Way, Suite 404, Palm Beach, Florida 33480.

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

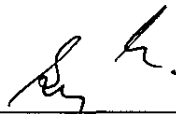
I hereby accept the designation as registered agent and to accept service of process for **Rabideau Law, P.A.** at the place designated in Article XII above. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent under Chapter 608, Florida Statutes.



Guy Rabideau, Registered Agent

Date: May 19, 2014

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155, Florida Statutes. I acknowledge that I have read the "Notice of Annual Report" statement and understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this professional limited liability Corporation and every year thereafter to maintain "active" status.



Guy Rabideau, Incorporator

Date: May 19, 2014