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**FLORIDA PROFIT/NON PROFIT CORPORATION  
VIRGINIA A. SERRANO, P.A.**

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION  
OF  
VIRGINIA A. SERRANO, P.A.**

The undersigned, VIRGINIA A. SERRANO, acknowledges and files in the Office of the Secretary of State of the State of Florida, for the purpose of forming a corporation for profit, in accordance with the laws of the State of Florida, these Articles of Incorporation, as by law provided.

**I**

**NAME AND ADDRESS:**

The name of this Corporation shall be:

**VIRGINIA A. SERRANO, P.A.**

The principal office of the Corporation will be:

16466 SW 76<sup>th</sup> Street  
Miami, FL 33193

**II**

**BUSINESS:**

This Corporation through its Officers and Employees shall be authorized to engage in every aspect and phase of the sale, rental and management of real estate in Florida; to engage in any activities which will facilitate and promote its real estate practice through its Officers and Employees; and to invest and reinvest its funds in real estate, mortgages, stocks, bonds any other

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type of investments within the meaning of Florida statute 621.08; and to purchase and own real and personal property necessary for the rendering of its professional services. This Corporation shall not be authorized to engage in any business other than as described herein.

### III

#### SHARES:

The authorized capital stock of this Corporation shall consist of: 1,000 shares of common stock, \$1.00 par value.

### IV

#### EXISTENCE:

The Corporation shall have perpetual existence.

### V

#### REGISTERED OFFICE AND REGISTERED AGENT:

The initial street address of the Corporation's initial registered office is 16375 Northeast 18th Avenue, Suite 225, North Miami Beach, Florida 33162. The initial Registered Agent for the Corporation is IRA R. SHAPIRO located at the initial registered office address of the Corporation.

### VI

#### DIRECTORS:

The Corporation shall have not less than one Director, as provided by the By-Laws. Directors shall hold office for one year, or until their successors have been duly elected and qualified.

**VII**

**FIRST BOARD:**

The following shall constitute the first Board of Directors of the Corporation:

**NAME**

**ADDRESS**

VIRGINIA A. SERRANO

16466 SW 76<sup>th</sup> Street  
Miami, FL 33193

**VIII**

**INCORPORATOR:**

The name and address of the initial Incorporator of the Corporation is as follows:

**NAME**

**ADDRESS**

VIRGINIA A. SERRANO

16466 SW 76<sup>th</sup> Street  
Miami, FL 33193

**IX**

**GENERAL PROVISIONS:**

(a) The private property of the Stockholders shall not be subject to the payment of any corporate debts to any extent whatsoever. .

(b) Subject to the provisions and conditions of this Article, the Corporation shall have full power and lawful authority to accept property, labor and services in payment for shares of its Capital stock in lieu of cash, at a just valuation to be fixed by its Board of Directors.

(c) A Director of the Corporation may transact business, borrow, lend, or otherwise deal or contract with the Corporation to the full extent and subject only to the limitations and provisions of the laws of the State of Florida and the laws of the United States.

(d) The Corporation shall indemnify each Director and Officer of the Corporation against all or any portion of any expenses reasonably incurred by her in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being

or having been an Officer or Director of the Corporation (whether or not he continues to be an Officer or Director at the time of incurring such expenses), to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and laws of the United States.

X

**INCORPORATION OF PROVISIONS OF PROFESSIONAL SERVICE CORPORATE ACT**

This Corporation is intended to be a Professional Corporation within the meaning of the Professional Service Corporation Act, and accordingly, the Corporation, its Officers, Directors and Stock Holders, shall be subject to all of the Sections of said Act concerning the formation of the Corporation, the conduct of its business, and the liabilities, rights, privileges and immunities of the Corporation, its Officers, Directors, and Stockholders, as stated in Chapter 621, Florida Statutes.

SUBSCRIBED this 4 day of June, 2014.

  
VIRGINIA A. SERRANO

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED.**

**VIRGINIA A. SERRANO, P.A.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That **VIRGINIA A. SERRANO, 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 the City of Miami, County of Miami-Dade, State of Florida, has named **IRA R. SHAPIRO**, located at 16375 Northeast 18th Ave., Suite 225, N. Miami Beach, FL 33162, County of Miami-Dade, State of Florida, 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 provisions of said Act relative to keeping open said office.

BY: 

**IRA R. SHAPIRO, Registered Agent**

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