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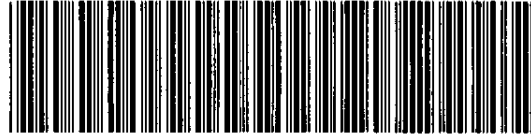
(Business Entity Name)

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R. WHITE

FILED
15 JUL 14 PM 1:44
TALLAHASSEE, FLORIDA

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W | G | K
WIAND GUERRA KING

WIAND GUERRA KING P.L.L.C. | 5505 W. GRAY STREET | TAMPA, FL 33609 | PHONE: 813.347.5100

Burton W. Wiand
Direct Dial: 813-347-5101
bwiand@wiandlaw.com

June 12, 2015

VIA U.S. MAIL

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

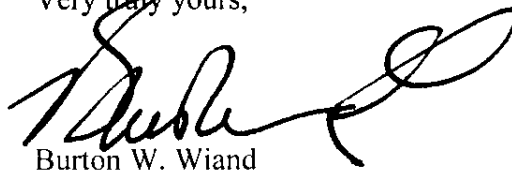
Re: First Amended and Restated Articles of Incorporation of Wiand Guerra King P.A.

Dear Sir or Madam:

Enclosed please find the original First Amended and Restated Articles of Incorporation of Wiand Guerra King P.A. along with our firm's check in the amount of \$35.00 representing the filing fee. Please forward your letter of acknowledgment to the undersigned upon registration / filing of the enclosed document.

Thank you for your assistance with this matter.

Very truly yours,


Burton W. Wiand

BWW/jcr
Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 7, 2015

Burton W. Wiand, Esq.
WGK
5505 W. Gray Street
Tampa, FL 33609

SUBJECT: WIAND GUERRA KING P.A.
Ref. Number: P15000039930

We have received your document for WIAND GUERRA KING P.A. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Annette Ramsey
Regulatory Specialist II

Letter Number: 815A00014125

15 JUL 14 PM 1:43
FIRST AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
WIAND GUERRA KING P.A.
a Florida Professional Service Corporation

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned President of Wiand Guerra King P.A., a Florida professional service corporation ("Corporation"), Document Number P15000039930, hereby executes and submits for filing with the Department of State, State of Florida, these Amended and Restated Articles of Incorporation, as adopted by the shareholders on May 28, 2015, the number of votes cast for these amended and restated Articles by the shareholders were sufficient for approval, to read as follows:

**ARTICLE I
CORPORATE NAME**

The name of this Corporation shall be:

WIAND GUERRA KING P.A.

**ARTICLE II
NATURE OF CORPORATE BUSINESS**

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

To engage in every phase and aspect of the business of rendering the same professional services to the public that an attorney duly licensed under the laws of the relevant jurisdiction is authorized to render, but such professional services shall be rendered only through officers, employees, and agents who are duly licensed under the laws of the relevant jurisdiction to practice therein.

The Corporation may also engage in or transact any or all activity or business permitted under the laws of the United States and of the relevant jurisdiction.

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

**ARTICLE III
CAPITAL STOCK**

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of 10,000 shares of one class of common stock having no par value per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

None of the shares of this Corporation may be issued to anyone other than an individual in good standing and duly licensed to practice as an attorney in the relevant jurisdiction.

**ARTICLE IV
EXISTENCE**

The Corporation shall have perpetual existence, unless sooner dissolved according to law.

**ARTICLE V
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

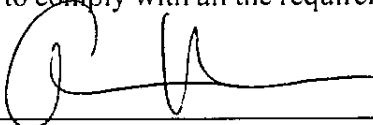
The Corporation's Initial Registered Agent and Registered Office in the State of Florida are:

INITIAL REGISTERED AGENT: Gianluca Morello, Esq.

INITIAL REGISTERED OFFICE: 5505 W GRAY STREET
TAMPA, FL 33609

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.



Gianluca Morello, Esq.

**ARTICLE VI
DIRECTORS**

The Corporation shall have seven (7) Directors initially. The number of Directors may be increased or decreased from time to time, by a resolution of the majority of the Stockholders, but shall never be less than one (1). If required by the ethics of the profession, Directors shall be required to possess the same professional qualifications as Stockholders are required to possess. The name and address of the member of the first Board of Directors is:

Burton W. Wiand, Esq.
5505 W GRAY STREET
TAMPA, FL 33609

Gianluca Morello, Esq.
5505 W GRAY STREET
TAMPA, FL 33609

George L. Guerra, Esq.
5505 W GRAY STREET
TAMPA, FL 33609

Michael S. Lamont, Esq.
5505 W GRAY STREET
TAMPA, FL 33609

Peter B. King, Esq.
5505 W GRAY STREET
TAMPA, FL 33609

Elaine M. Rice, Esq.
5505 W GRAY STREET
TAMPA, FL 33609

Katherine C. Donlon, Esq.
5505 W GRAY STREET
TAMPA, FL 33609

**ARTICLE VII
INCORPORATOR**

The name and address of the Incorporator of these Articles of Incorporation is as follows:

Gianluca Morello, Esq.
5505 W GRAY STREET
TAMPA, FL 33609

**ARTICLE VIII
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the corporation is:

5505 W GRAY STREET
TAMPA, FL 33609

**ARTICLE IX
VOTING TRUSTS**

No Stockholder of this Corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

**ARTICLE X
REMOVAL OF DIRECTOR**

Any Director of this Corporation may be removed at any annual or special meeting of the Stockholders by the same vote as that required to elect a Director.

**ARTICLE XI
RESTRAINT ON ALIENATION OF SHARES**

The Stockholders of this Corporation shall have the power to include in the By-Laws, adopted by a majority of the Stockholders of this Corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding shares of this Corporation. The manner and form, as well as relevant terms, conditions, and details hereof, shall be determined by the Stockholders of this Corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice thereof, unless existence of such provisions shall be plainly written upon the certificate evidencing the ownership of such stock. No Stockholder of this Corporation may sell or transfer his shares therein except to another individual who is eligible to be a Stockholder of this Corporation. If any Stockholder becomes legally disqualified to practice law or is elected to a public office, or accepts employment that places restrictions or limitations upon his continuous rendering of such professional services, such Stockholder's shares shall immediately become subject to purchase by this Corporation in accordance with the Bylaws adopted by the Stockholders.

**ARTICLE XII
INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

**ARTICLE XIII
POWERS**

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

**ARTICLE XIV
INFORMAL DIRECTOR ACTION**

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writings evidencing their consent are 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.

**ARTICLE XV
INFORMAL SHAREHOLDER ACTION**

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so 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.

**ARTICLE XVI
TERMINATION OF EMPLOYMENT**

If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he or she shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

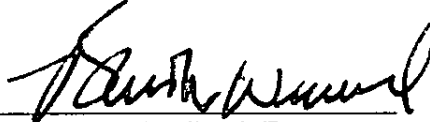
**ARTICLE XVII
BYLAW AMENDMENT**

The power to adopt, alter, amend or repeal the Bylaws of this Corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

**ARTICLE XVIII
AMENDMENT TO ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intentions that a certain amendment of these Articles of Incorporation be made. All rights of Stockholders are subject to this reservation.

IN WITNESS WHEREOF, I, the President have executed these Amended and Restated Articles of Incorporation this 28th day of May, 2015.

A handwritten signature in black ink, appearing to read "Burton W. Wiand", written over a horizontal line.

Name: Burton W. Wiand, Esq.
Title: President