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FLORIDA PROFIT/NON PROFIT CORPORATION.
GY-PS ACQUISITION, P.A.

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**ARTICLES OF INCORPORATION
OF
GY-PS ACQUISITION, P. A.**

The undersigned, for the purposed of forming a Professional Service Corporation under the laws of the State of Florida, pursuant to Section 621.05 of the Florida Professional Service Corporation and Limited Liability Company Act (the "PSC Act") and Section 607.0120 of the Florida Business Corporation Act (the "FBCA"), hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is GY-PS ACQUISITION, P.A. (the "Corporation").

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by the Corporation is:

To engage in every phase and aspect of the business of rendering the legal services to the public that an attorney at law, duly licensed under the laws of the State of Florida is authorized to render, provided such legal services shall be rendered only through officers, employees and agents who are duly licensed or otherwise legally authorized, to engage in the practice of law within the State of Florida.

To purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, otherwise dispose of, and to invest in, deal in and with, real and personal property necessary for the rendering of 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 domestic professional corporation rendering the same professional services.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of the Corporation; and 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 the Corporation

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otherwise permitted by law.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is Five Hundred (500) shares of common stock, having no par value per share.

ARTICLE V. TERM OF EXISTENCE

The Corporation shall exist perpetually. The existence of the Corporation shall commence on the date of execution of these Articles, if filed with the Florida Secretary of State within five business days thereafter.

ARTICLE VI. ADDRESS

The street address of the principal office of the Corporation is 777 South Flagler Drive, Suite 500 East, West Palm Beach, Florida 33401. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 600 Brickell Avenue, Suite 3500, Miami, Florida 33131, and the name of the initial registered agent of the Corporation at that address is GY Corporate Services, Inc.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator of the Corporation are:

Mark J. Scheer, Esq.
600 Brickell Avenue
Suite 3500
Miami, Florida 33131

ARTICLE VII. DIRECTORS

The Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one. The initial director and his address are:

H. William Perry, Esq.
777 South Flagler Drive
Suite 500 East
West Palm Beach, Florida 33401

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ARTICLE VIII. LIMITATION ON ISSUANCE OF STOCK

No share or shares of the capital stock of the Corporation shall be issued or held by anyone other than either an individual who is duly licensed or otherwise legally authorized to render legal services within the State of Florida or an entity organized under the PSC Act.

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 (currently, Sections 607.0850(1) and (2) of the Florida Statutes), as the same may be amended from time to time, the 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 or 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 said 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 the Corporation or its subsidiaries or affiliates. Expenses (including attorneys' fees) incurred by an officer or director in defending any civil, criminal, administrative or investigative action, suit or proceeding shall be paid by the Corporation in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of such director or officer to repay such amount if it shall ultimately be determined that he or she is not entitled to be indemnified by the Corporation as authorized in 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 bylaw, agreement, vote of stockholders or directors or otherwise. Such indemnification shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs and personal and other legal representatives of such a person. Except as otherwise provided above, an adjudication of liability shall not affect the right to indemnification for those indemnified.

IN WITNESS WHEREOF, the incorporator has executed these Articles on the 17th day of June, 2015.



Mark J. Scheer, Esq.

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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept the service of process for the above-stated Corporation at the place designated in these Articles, GY Corporate Services, Inc. hereby accepts the appointment as registered agent and agrees to act in this capacity. GY Corporate Services, Inc. further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and GY Corporate Services, Inc. is familiar with and accepts the obligations of the position as registered agent as provided for in Chapter 607, F.S.

GY CORPORATE SERVICES, INC.

By: 

Mark J. Scheer, President

Dated: June 17, 2015