# P16000008166

(Requestor's Name)		
(Address)		
(Address)		
(Cit	ty/State/Zip/Phone	#)
PICK-UP	☐ WAIT	MAIL
(Business Entity Name)		
(Document Number)		
Certified Copies	_ Certificates	of Status
Special Instructions to Filing Officer:		

Office Use Only



200280870292

01/15/16--01003--026 \*\*70.00

THE HASSES FLORIDA

j 71

1/28

#### Law Office of Scott Weicholz, P.A. 6111 Broken Sound Pkwy NW, Suite 330 Boca Raton, FL 33487

January 8, 2016

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

**Re: Articles of Incorporation** 

**Dear Filing Specialist:** 

Enclosed are an original and one (1) copy of the articles of incorporation of Law Office of Scott

Weicholz, P.A. along with a check for the filing fee in the amount of \$70.

Thank you for your assistance with this matter.

Sincerely

Scott Weicholz

## ARTICLES OF INCORPORATION OF LAW OFFICE OF SCOTT WEICHOLZ, P.A.

#### ARTICLE I NAME

The name of the corporation shall be Law Office of Scott Weicholz, P.A. (the "Corporation").

## ARTICLE II PRINCIPAL PLACE OF BUSINESS

The street address of the initial principal office and the initial mailing address of the Corporation is 6111 Broken Sound Pkwy NW, Suite 330, Boca Raton, FL 33487. Any other place of business may be determined and fixed by the Board of Directors from time to time.

## ARTICLE III CORPORATE PURPOSES, POWERS, AND RIGHTS

- 1. The nature of the business to be conducted is to engage in the practice of law. The purpose of the Corporation is any lawful act or activity for which a professional service corporation engaged in such profession may be organized under Chapter 621 Florida Statutes, and for which such a corporation is permitted to engage in under other applicable law.
- 2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a professional service corporation by Chapter 621 Florida Statutes, including but not limited to investing its funds in real estate, mortgages, stocks, bonds, or any other types of investments, or owning real or personal property necessary for the rendering of professional services.

### ARTICLE IV CAPITAL STOCK

1. The total number of shares of capital stock which the Corporation is authorized to issue is 1,000 shares of common stock ("Common Stock") having unlimited voting rights. All or any part of the capital stock may be paid for in cash or in property contributed to the Corporation. No share or shares of the capital stock of the Corporation shall be issued or held by anyone other than an individual who is duly licensed or otherwise legally authorized to render legal services.

- 2. Each holder of Common Stock has one vote with respect to each share of stock held by him or her of record on the books of the Corporation on all matters voted upon by the shareholders. No shareholder shall enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of that person's stock.
- 3. In the event of the voluntary or involuntary liquidation, dissolution, distribution of assets, or winding up of the Corporation, after distribution in full of the preferential amounts, if any, to be distributed to the creditors, the holders of Common Stock shall be entitled to receive all of the remaining assets of the Corporation of whatever kind available for distribution to shareholders ratably in proportion to the number of shares of Common Stock held by them respectively. The Board of Directors may distribute in kind to the holders of Common Stock such remaining assets of the Corporation, or may sell, transfer, or otherwise dispose of all or any part of such remaining assets to any other corporation, trust, or other entity and receive payment therefor in cash, stock, or obligations of such other corporation, trust, or other entity, or any combination thereof, and may sell all or any part of the consideration so received and distribute any balance thereof in kind to holders of Common Stock. The merger or consolidation of the Corporation into or with any other corporation, the merger of any other corporation into it, or any purchase or redemption of shares of stock of the Corporation shall not be deemed to be a dissolution, liquidation, or winding up of the Corporation for the purposes of this paragraph.
- 4. The private property of the shareholders of this Corporation shall not be subject to the payment of corporate debts, except to the extent of any unpaid balance of subscription of shares.
- 5. Any person, upon becoming the owner or holder of any shares of the Common Stock issued by this Corporation, does thereby consent and agree that all rights, powers, privileges, obligations, or restrictions pertaining to such person or such securities in any way may be altered, amended, restricted, enlarged, or repealed by legislative enactments of the State of Florida or of the United States hereafter adopted which have reference to or affect corporations, such securities, or such persons if any; and that the Corporation reserves the right to transact any business of the Corporation, to alter, amend, or repeal these Articles of Incorporation, or to do any other acts or things as authorized, permitted, or allowed by such legislative enactments.

#### ARTICLE V BOARD OF DIRECTORS

- 1. All corporate powers shall be exercised by or under the authority of and the business and affairs of the Corporation shall be managed under the direction of the Board of Directors, except as otherwise herein provided or reserved to the holders of Common Stock in the Bylaws of the Corporation.
- 2. (a) The number of members of the Board of Directors will be fixed from time to time by resolution of the Board of Directors but (subject to vacancies) in no event may there be less than one director. Each director shall serve until the next annual meeting of shareholders.
- (b) If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next meeting of shareholders.
- (c) The name and mailing address of the person who shall serve as initial director of the Corporation until the first annual meeting of the shareholders is:

Name

<u>Address</u>

Scott Weicholz

6111 Broken Sound Pkwy NW, Suite 330, Boca Raton, FL 3348

#### ARTICLE VI REGISTERED OFFICE AND AGENT

The street address of the Corporation's initial registered office in the State of Florida is 6111 Broken Sound Pkwy NW, Suite 330, Boca Raton, FL 33487. The name of the initial registered agent at such office is Scott Weicholz.

Having been named as registered agent to accept service of process for Law Office of Scott Weicholz, P.A., at the place designated as the registered office, I hereby confirm that I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Scott Weicholz, Registered Agent Date

#### ARTICLE VII INCORPORATOR

1. The name and address of the incorporator of this Corporation is:

<u>Name</u>

Address

Scott Weicholz

6111 Broken Sound Pkwy NW, Suite 330, Boca Raton, FL 33487

2. The power of the incorporator shall terminate upon the filing of the Articles of Incorporation of the Corporation with the Florida Department of State.

## ARTICLE VIII DURATION

The duration of the Corporation is perpetual.

## ARTICLE IX INDEMNIFICATION

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

## ARTICLE X AMENDMENT

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

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file, and record these Articles of Incorporation and does certify that the facts herein stated are true and has accordingly hereunto set his hand and seal.

Scott Weicholz, Incorporator

Date