

P180000 78903

(Requestor's Name)

(Address)

(Address)

(City/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

N. SAMS

SEP 20 2018



400318412794

09/19/18--01017--001 \*\*78.75

18 SEP 19 PM 12:05  
FILING OFFICE

## COVER LETTER

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

**SUBJECT:** Yesenia M. Rodriguez 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:** Yesenia Milmar Rodriguez, Esquire  
Name (Printed or typed)

9924 SW 154 CT.  
Address

Miami, Fl 33196  
City, State & Zip

786-2051148  
Daytime Telephone number

Yeseniarodriguez121@gmail.com  
E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the articles.**

18 SEP 19 PM 12:05  
1-1

**ARTICLES OF INCORPORATION  
OF  
YESENIA M. RODRIGUEZ P.A.**

I, the undersigned natural person acting as an incorporator of a corporation (hereinafter called the "Corporation") Pursuant to Chapter 607 and 621 of Florid Statutes, do hereby adopt the following Articles of Incorporation for the Corporation.

**ARTICLE I  
NAME**

The name of the Corporation shall be, **Yesenia M. Rodriguez P.A.**, and its principal place of business shall be in the city of **Miami**, county of **Miami-Dade**, State of Florida, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

**ARTICLE II  
PLACE OF BUSINESS**

The principle place of business shall be 12039 S.W. 132<sup>nd</sup> Ct. suite 35, Miami, Fl 33186 [Mailing address: 9924 SW 154 CT, Miami, Fl 33196].

**ARTICLE III  
PURPOSES AND POWERS**

The purpose or purposes for which this the Corporation is organized are:

1. To engage in the practice of law.
2. In general, to carry on any and all incidental business; to have and exercise all of the powers conferred by the laws of the State of Florida,
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this Corporation is authorized to carry on, pursuant to the provisions of the Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any

political or administrative subdivision, or department thereof, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of Corporation powers, and to carry out all or any of the purposes, enumerated herein otherwise granted or permitted by law, while acting as agent, nominee, or attorney in fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprise in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers herein set forth, either alone or in association with others incidental or pertaining to, or growing out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.
7. The several clauses contained in this statement of the nature of the business or businesses to be transacted shall be construed as both purposes and powers of this Corporation, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing herein contained shall be deemed or construed as authorizing or permitting, purporting to authorize or permit the Corporation to carry on any business, exercise any power, or do any acts which a Corporation may do, under the laws of the State of Florida, lawfully carry on, exercise, or do.

#### ARTICLE IV STOCKS

The total number of shares of stock which the Corporation is authorized to issue is one hundred (100) shares of Common Stock, with no par value, all of which shall be of the same class. Each holder thereof shall be entitled to one vote at all meetings of The Corporation stockholders for each share of such stock standing in his name on the books of the Corporation on the record date fixed for such meeting.

**ARTICLE V**  
**POWERS AND MANAGEMENT**

Corporation shall be managed by **Attorney Yesenia Rodriguez, Esq.** All Corporation powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the direction of the members of this Corporation. The names of the members are as follows:

**Yesenia Rodriguez, Esq. ....100%**  
**9924 SW 154 Ct.**  
**Miami, FL 33196**

**ARTICLE VI**  
**PROFITS AND LOSSES**

- (a) **Sharing of Profits.** The members shall be entitled to the net profit arising from the operation of the Corporation business that remains after the payment of the expenses of conducting the business of the Corporation. Members shall be entitled to a distributive share of the profits in proportion to their membership interests. The distributive share of the profits shall be determined and, by majority consent of the members, paid to the members on such date or dates as the members shall specify.
- (b) **Losses.** All losses that occur in the operation of the Corporation business shall be paid out of the capital of the limited liability company and the profits of the business.

**ARTICLE VII**  
**MAJORITY OF MEMBERS DEFINED**

Each member of the Corporation above shall be entitled to vote upon each matter submitted to a vote at the meeting of Members. The majority of the members representing ownership of more than **fifty-one percent (51%)** of the total contributed capital is required in order for approval of each matter submitted to vote. This article may be amended from time to time in the regulations of the Corporation by a majority vote of the Corporation.

**ARTICLE VIII**  
**DURATION**

The Corporation period of duration is perpetual. Corporation shall exist from the date of filing these Articles of Organization with the Department of State, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

**ARTICLE IX**  
**INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The name of the registered agent and the address of the initial registered office of the Corporation are:

**Yesenia Rodriguez, Esq.**  
**9924 SW 154 Ct.**  
**Miami, FL 33196**

**ARTICLE X**  
**RESTRICTIONS ON MEMBERSHIP**

Members shall have the right to admit new members by consent of the majority of the members. Contributions required of new members shall be determined as of the time of admission to the Corporation.

A member's interest in the Corporation may not be sold or otherwise transferred except with a written consent of the majority of the members.

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any event that terminates the continued membership of a member in the Corporation. The remaining members shall have the right to continue the business upon consent of the majority of such remaining members.

**ARTICLE XI**  
**CONTRACTS, LOANS, CHECKS AND DEPOSITS**

Section 1. **CONTRACTS.** Approval of the Members' majority stipulated in Article VI above is required to enter into any contract or instrument in the name and on behalf of the Corporation.

Section 2. **LOANS.** No loans shall be contracted on behalf of the Corporation and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of

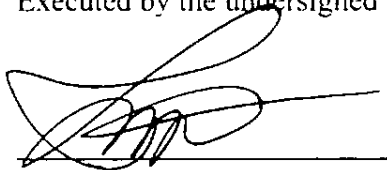
the majority of the Members stipulated in Article VII above.

Section 3. **CHECKS, DRAFTS, ETC.** All checks, drafts, or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation shall be signed by a majority of the Members of the Corporation who are designated as authorized signers on the particular account. From time to time Section 3 can be amended by resolution of the members.

The undersigned, being the original Corporation, hereby certifies that:

1. The foregoing constitutes the proposed Articles of Organization of **Yesenia Rodriguez, P. A.**

Executed by the undersigned this 13<sup>th</sup> day of September, 2018.



**Yesenia Rodriguez, Esq.**  
**Incorporator**

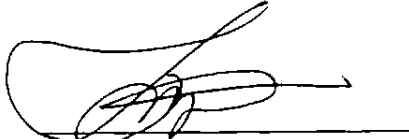
**CERTIFICATION OF DESIGNATION OF  
REGISTERED AGENT/ REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607. , FLORIDA STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA:

1. The name of the Corporation is: **Yesenia M. Rodriguez P.A.**
2. The name and address of the registered agent and office is:

**Yesenia Rodriguez, Esq.**  
**9924 SW 154 Ct.**  
**Miami, FL 33196**

Having been named as Registered Agent and to accept service of process for the above named Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. 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.

A handwritten signature in black ink, appearing to read 'Yesenia Rodriguez', written over a horizontal line.

**Yesenia Rodriguez, Esq.**

**Date: this 13<sup>th</sup> day of September, 2018.**