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FLORIDA PROFIT/NON PROFIT CORPORATION
AA Law Firm, P.A.

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**ARTICLES OF INCORPORATION
OF
AA LAW FIRM, P.A.**

In compliance with the requirements of the Florida Business Corporation Act (the "FBCA") and the Professional Service Corporation and Limited Liability Company Act, the undersigned hereby acts as an incorporator in adopting and filing these Articles of Incorporation.

ARTICLE 1: NAME

1-1 The name of the corporation shall be **AA Law Firm, P.A.** (the "Corporation").

ARTICLE 2: INITIAL PRINCIPAL OFFICE

2-1 The street and mailing address of the initial principal office of the Corporation is **999 Vanderbilt Beach Road, Suite 200, Naples, FL 34108.**

ARTICLE 3: PURPOSE

3-1 The Corporation is organized to transact any and all lawful business for which a corporation designated as a professional corporation may be incorporated under the FBCA and the Florida Professional Service Corporation and Limited Liability Company Act as they now exist or may hereafter be amended or supplemented. The Corporation is further organized for the **specific purpose** to engage in **the practice of law** and other such related activities as are permitted by applicable law.

ARTICLE 4: SHARES

4-1 The total number of shares that the Corporation is authorized to issue and have outstanding at any time is **one-hundred (100)**, all of which shall be common stock with a par value of **one dollar (\$1.00)** per share. There shall be only one (1) class of stock for this Corporation.

4-2 All shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which shareholder(s) have the right to vote.

4-3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations as may be set in these Articles of Incorporation and/or in the Bylaws of the Corporation.

4-4 The Board of Director(s) of the Corporation may, by Amendment or Restated Articles of Incorporation, classify or reclassify any issued or unissued stock from time to time by setting or changing the preferences, conversions, or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption of the stock unless expressly limited by applicable law or these Articles of Incorporation. No such amendments shall result in the termination or revocation of the Corporation's election as an S-Corporation as described in Subchapter S of the Internal Revenue Code.

4-5 At no time shall the Corporation be authorized to issue, designate, classify, or reclassify shares in any way that would result in the termination or revocation of the Corporation's election as an

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S-Corporation as described in Subchapter S of the Internal Revenue Code. At no time shall the Corporation be authorized to have more than 100 shareholders as described in Subchapter S of the Internal Revenue Code. At no time shall the Corporation be authorized to have as a shareholder a person (other than an estate, a trust described in 26 U.S.C. § 1361(c), or an organization described in 26 U.S.C. § 1361(c)) who is not an individual. At no time shall the Corporation be authorized to have a nonresident alien as a shareholder. At no time shall the Corporation be authorized to have more than 1 class of stock as described in Subchapter S of the Internal Revenue Code.

4-6 At no time shall the Corporation be authorized to issue, designate, classify, or reclassify shares in any way that would violate the Rules Regulating the Florida Bar (the "RRTFB"). At no time shall the Corporation be authorized to have a person who is not legally qualified to render legal services in the state of Florida or who was legally qualified to render legal services in the state of Florida, but who has become legally disqualified to render such services, as a shareholder, unless authorized under the RRTFB.

4-7 At no time shall the Corporation be authorized to issue or designate shares in any way that would violate the Florida Professional Service Corporation and Limited Liability Company Act.

4-8 Each share of stock issued by the Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Subchapter S of the Internal Revenue Code, violate the Rules Regulating the Florida Bar, or violate the Professional Service Corporation and Limited Liability Company Act."

ARTICLE 5: INITIAL DIRECTOR(S) AND OFFICER(S)

5-1 The initial Board of Director(s) of the Corporation shall consist of **one (1)** member. This number may be increased or decreased from time to time in accordance with these Articles of Incorporation and/or the Corporation's Bylaws, but shall never be less than one. The name(s) and address(es) of the individual(s) who will serve on the initial board of director(s) is/are:

Antonio V. Apolito, whose mailing address shall be the same as the principal address of the Corporation.

5-2 The name and address of the individual who will serve as initial officer is:

Antonio V. Apolito, who shall serve as President, Secretary, and Treasurer, and whose mailing address shall be the same as the principal address of the Corporation.

ARTICLE 6: INITIAL REGISTERED OFFICE AND AGENT

6-1 The street address of the initial registered office of the Corporation shall be the same as the principle address of the Corporation and is **999 Vanderbilt Beach Road, Suite 200, Naples, FL 34108**.

6-2 The name of the initial registered agent of the Corporation at that office is **Antonio V. Apolito**.

ARTICLE 7: INCORPORATOR

7-1 The name and street address of the Corporation's incorporator is:

Antonio V. Apolito, whose mailing address shall be the same as the principal address of the Corporation.

ARTICLE 8: INDEMNIFICATION OF DIRECTORS AND OFFICERS

8-1 The Corporation shall indemnify, advance expenses, and hold harmless, to the fullest extent permitted by the FBCA and other applicable law as it presently exists or may hereafter be amended, any person (a "Covered Person") who was or is made or is threatened to be made a party or is otherwise involved in any action, suit, or proceeding, whether civil, criminal, administrative, or investigative, and whether formal or informal (a "Proceeding"), by reason of the fact that he or she, or a person for whom he or she is the legal representative, is or was a director or officer of the Corporation or, while a director or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation or of a partnership, joint venture, trust, enterprise, or nonprofit entity, including service with respect to employee benefit plans, against all liability, damages, and loss suffered and expenses (including attorneys' fees) actually and reasonably incurred by such Covered Person. Any amendment, repeal, or modification of this Article 8 shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such repeal or modification.

ARTICLE 9: SUBCHAPTER S CORPORATION

9-1 The Corporation shall elect to become an S Corporation as provided in Subchapter S of the Internal Revenue Code.

9-2 The shareholder(s) of the Corporation shall elect and, when elected, shall continue such election to be an S Corporation as provided in Subchapter S of the Internal Revenue Code.

9-3 After the Corporation has elected to be an S Corporation, no shareholder(s) shall take any action, or make any transfer or other disposition of shares of stock in the Corporation which would result in the termination or revocation of such election to be an S Corporation as provided in Subchapter S of the Internal Revenue Code.

9-4 Once the Corporation has elected to be an S Corporation, each share of stock issued by the Corporation shall contain the legend described in Article 4, Provision 4-8.

ARTICLE 10: EFFECTIVE DATE AND TIME

10-1 The effective date and time of these Articles of Incorporation shall be the earlier of 12:01 a.m. on the fifth (5th) business day prior to the date that these Articles of Incorporation are filed with the Florida Department of State, Division of Corporations or 12:01 a.m. on 28 September 2021, as permitted by applicable law.

ARTICLE 11: TERM OF EXISTENCE

11-1 The Corporation shall have perpetual existence.

ARTICLE 12: BYLAWS

12-1 The Board of Director(s) of the Corporation shall have the power, without the assent or vote of the shareholder(s), to make, alter, amend or repeal the Bylaws of the Corporation, but an affirmative vote of a number of Director(s) equal to two-thirds (2/3) of the number that constitutes a full Board of Director(s) at the time of such action shall be necessary to take any action for the adoption, amendment, alteration, changing or repeal of the Bylaws, or any amendment hereto or

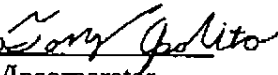
to add any provision to the Bylaws or to any amendment hereto.

ARTICLE 13: AMENDMENT

13-1 The Corporation reserves the right to adopt, amend, alter, change or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to reservation.

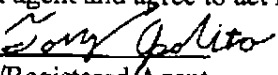
13-2 Notwithstanding any other provision of these Articles of Incorporation and in addition to any affirmative vote of the holders of any particular class of stock of the Corporation required by applicable law, these Articles of Incorporation or the Bylaws of the Corporation, the affirmative vote of the holders of at least two-thirds (2/3) of the voting power of the shares of the then outstanding voting stock of the corporation, voting together as a single class, shall be required to adopt, amend, alter, change or repeal any provisions, or any amendment hereto, inconsistent with these Articles of Incorporation or to add any provision to these Articles of Incorporation, or any amendment hereto.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the forgoing Articles of Incorporation under the laws of the State of Florida, this 30th day of September, 2021.

/S/ Antonio Apolito 
Antonio V. Apolito/Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

/S/Antonio Apolito 
Antonio V. Apolito/Registered Agent

30 September, 2021
Date

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