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TALLAHASSEE, FL 32301  
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904-222-0191 FAX

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**TP500023280**

ACCOUNT NO. : 072100000032

REFERENCE : 564136 80335A

AUTHORIZATION : *Patricia Pyzdek*

COST LIMIT : \$ 70.00

ORDER DATE : March 22, 1995

ORDER TIME : 10:07 AM

ORDER NO. : 564136

2000001430502

CUSTOMER NO: 80335A

CUSTOMER: Ms. Annie Ramirez  
ROBERT V. FITZSIMMONS, P A

Suite A-145  
9485 Sunset Drive  
Miami, FL 33173

DOMESTIC FILING

NAME: ART GILES, P.A.

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY  
☒ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS:

T. BROWN MAR 22 1995

FILED  
95 MAR 22 PM 3:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF ART GILES, P.A.**

95  
FILED  
MAR 22 PM 3:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned natural persons, each of whom is licensed or otherwise legally authorized to practice the profession of real estate or perform the service of a real estate in the State of Florida, hereby associate themselves with the intention of forming a professional corporation in accordance with the Florida Professional Service Corporation Act, and hereby adopt the following articles of incorporation for such corporation:

**ARTICLE I. NAME**

The name of the corporation is Art Giles, P.A.

**ARTICLE II. DURATION**

The period of the corporation's duration shall be perpetual or until dissolved on a vote of the shareholders as hereafter provided.

**ARTICLE III. PURPOSE**

The purpose of the corporation is to practice the profession of real estate or perform the service of a real estate professional. The sole and exclusive professional service to be rendered by the corporation is real estate professional services.

**ARTICLE IV. CAPITAL STOCK**

The total number of shares of capital stock which the corporation shall be authorized to issue is 1000 shares. Such shares shall be of a single class of common stock, and shall have a par value of One Dollar (\$1.00) per share.

**ARTICLE V. CAPITALIZATION**

The amount of capital with which the corporation will begin to practice the profession of real estate or perform the services of a real estate professional is not less than \$1,000.

**ARTICLE VI. PRINCIPAL OFFICE**

The address of the corporation's principal office is 9485 Sunset Drive, Suite A-150, City of Miami, County of Dade, State of Florida 33173. The name of the initial registered agent of the corporation, located at such office, is Art Giles.

**ARTICLE VII. CORPORATE POWERS**

The corporation shall have all the rights and powers now or hereafter conferred on professional corporations by the laws of the State of Florida.

#### ARTICLE VIII. SUBSCRIBERS

The name and address of each person signing these articles of incorporation as a subscriber is:

| Name      | Address  |
|-----------|--|
| Art Giles | 9485 Sunset Drive<br>Suite A-150<br>Miami, Florida 33173 |

#### ARTICLE IX. DIRECTORS

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is one, and the names and addresses of the initial directors are:

| Names     | Addresses  |
|-----------|--|
| Art Giles | 9485 Sunset Drive<br>Suite A-150<br>Miami, Florida 33173 |

The initial directors shall hold office until their successors are elected and qualify as provided in the bylaws. Thereafter the term of office of each director shall be one year and until the election and qualification of a successor. The number of directors set forth herein and constituting the initial board of directors shall be the authorized number of directors until such number is changed by a bylaw duly adopted by the shareholders.

#### ARTICLE X. BYLAWS

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than 45 days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by the affirmative vote of three fourths of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with such bylaws.

#### ARTICLE XI. DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each

shareholder to participate in the distribution in direct proportion to the number of shares held by him.

In witness hereof, I, the undersigned incorporator of this corporation, have executed these articles of incorporation at 21<sup>st</sup> on March, 1995.

ART GILES

STATE OF FLORIDA )  
                          ) SS:  
COUNTY OF DADE )

21<sup>st</sup> The foregoing instrument was acknowledged before me on this day of March, 1995 by ART GILES, who is personally known to me or who has produced his Florida Driver's License as identification and who did take an oath.

Ana Ramirez  
Notary Public - State of Florida

Printed Name: Ana Ramirez

Serial No/Comm: \_\_\_\_\_



ANA RAMIREZ  
MY COMMISSION # CC 104222 EXPIRES  
April 30, 1995  
BONDED TRULY TRUST FARM INSURANCE, INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED  
MAR 22 PM 3:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

Art Giles, P.A. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Miami, State of Florida has named Art Giles, located at 9485 Sunset Drive, Suite A-150, as its agent to accept service of process within Florida.

  
\_\_\_\_\_  
ART GILES, Incorporator

Dated: March 21, 1995

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
\_\_\_\_\_  
ART GILES  
Registered Agent

Date: March 21, 1995

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION  
FOR  
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE  
Sandra D. Mortham  
Secretary of State  
DIVISION OF CORPORATIONS

DOCUMENT #

P95000023280

1. Corporation Name

ART GILES, P.A.

FILED

96 OCT 18 AM 8:44

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Principal Place of Business

9405 SUNSET DRIVE  
SUITE A-150  
MIAMI FL 33173

Mailing Address

9405 SUNSET DRIVE  
SUITE A-150  
MIAMI FL 33173

If above addresses are incorrect in any way, fill through incorrect information and enter correction below

2. New Principal Office Address, if Applicable

3. New Mailing Office Address, if Applicable

State, Apt. #, etc.

State, Apt. #, etc.

City & State

City & State

Zip

Country

Zip

Country

Date Incorporated or Qualified  
to Do Business in Florida

08/22/1985

5. FEI Number

65-0573575

Applied For

Not Applicable

6. CERTIFICATE OF STATUS DESIRED ☐

7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

| 1. Title(s) | 2. Name of Officers and/or Directors | 3. Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers) | 4. City / State / Zip |
|-------------|--------------------------------------|--|-----------------------|
| D           | GILES, ART                           | 9405 SUNSET DRIVE, SUITE A-150   | MIAMI FL 33173        |
|             |                                      |  |                       |
|             |                                      |  |                       |
|             |                                      |  |                       |
|             |                                      |  |                       |
|             |                                      |  |                       |
|             |                                      |  |                       |
|             |                                      |  |                       |
|             |                                      |  |                       |

300001984449--8  
-10/23/96--01086--007  
\*\*\*\*375.00 \*\*\*\*375.00

8. Name and Address of Current Registered Agent

GILES, ART  
9405 SUNSET DRIVE  
SUITE A-150  
MIAMI FL 33173

9. Name and Address of New Registered Agent

Name

Street Address (P.O. Box Number is Not Acceptable)

State, Apt. #, Etc.

City

State  
FL

Zip Code

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of  
Registered Agent

REGISTERED AGENT MUST SIGN

Date 10/2/96

11. Does this corporation pay any intangible tax to the  
Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☒ No ☐

(See other side for information  
on intangible tax.)

12. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(i), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

ART GILES

10/2/96 (305) 275-0241  
Date Daytime Phone #