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(((H95000010307))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: FREDERICK M. HEIMBERG, P.A. FAX AUDIT NUMBER: H95000010307
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF FREDERICK M. HEIMBERG, P.A.

The undersigned incorporator, who is licensed and authorized to practice the profession of law in the State of Florida, intends to form a professional corporation in accordance with the Florida Professional Service Corporation Act and adopts the following articles of incorporation for the corporation:

**ARTICLE I
NAME**

The name of the corporation is FREDERICK M. HEIMBERG, P.A.

**ARTICLE II
PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT**

The address of the corporation's principal office is 7280 W. Palmetto Park Road, Boca Raton, County of Palm Beach, State of Florida, 33433. The name of the initial registered agent of the corporation, located at that office, is FREDERICK M. HEIMBERG.

**ARTICLE III
DURATION**

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

**ARTICLE IV
PURPOSE**

This corporation is organized for the following purposes:

- a. To engage in the practice of law as a professional law corporation and to carry on services incident to the practice of law. The practice of law is the sole and exclusive professional service to be rendered by this corporation.
- b. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

The professional services of this corporation shall be carried out only through officers, employees, and agents, each of whom has been admitted to the bar of, and is duly authorized to practice law in, the State of Florida.

Prepared by
Frederick M. Heimberg, Esq.
7280 W. Palmetto Park Road Suite 106
Boca Raton, Florida 33433
Florida Bar #186828
407-392-9000

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**ARTICLE V
CAPITAL STOCK**

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is one hundred (100) shares. These shares shall be of a single class of common stock, and shall have a value of \$1.00 per share.

**ARTICLE VI
CAPITALIZATION**

The amount of capital with which the corporation will begin to practice the profession of law is not less than \$100.00

**ARTICLE VII
CORPORATE POWERS**

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

**ARTICLE VIII
INCORPORATOR**

The name and street address of each person signing these articles of incorporation as an incorporator is FREDERICK M. HEIMBERG, 7280 W. Palmetto Park Road, Suite 106, Boca Raton, FL, 33433.

**ARTICLE IX
DIRECTORS**

The corporation is to be managed by a board of directors. The initial board of directors consists of one director, FREDERICK M. HEIMBERG, at the address set forth at Article VIII. The initial directors shall hold office until their successors are elected and qualified as provided in the bylaws. Then the term of office of each director shall be for one year and until the election and qualification of a successor. The number of directors set forth in these articles of incorporation and constituting the initial board of directors shall be the authorized number of directors until that 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 thirty (30) 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 the bylaws.

Frederick M. Heimberg, Esquire
Florida Bar No. 186928
Frederick M. Heimberg, P.A.
7280 West Palmetto Park Road
Suite 106
Boca Raton, Florida 33433

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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. 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 the shareholder.

The undersigned incorporator of this corporation, has executed these articles of incorporation at Boca Raton, Florida, this 14 day of September 1995.

Frederick M. Heimberg
FREDERICK M. HEIMBERG

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Sections 607.0501 and 48.091, Florida Statutes, (Act) the following is submitted in compliance with said Act:

That FREDERICK M. HEIMBERG, P.A., desiring to organize under the laws of the State of Florida, with its principal office as indicated in its Articles of Incorporation, has named FREDERICK M. HEIMBERG located at 7280 W. Palmetto Park Road, Suite 106, Boca Raton, Fl. 33433, as its agent to accept service of process within this State. The principal office of the corporation shall be 7280 W. Palmetto Park Road, Suite 106, Boca Raton, Fl. 33433,

ACCEPTANCE

The undersigned hereby accepts the appointment as Registered Agent, pursuant to Section 607.0501, Florida Statutes, and states that he is familiar with, and accepts the obligations of that position.

Frederick M. Heimberg
FREDERICK M. HEIMBERG
September 14 1995

Frederick M. Heimberg, Esquire
Florida Bar No. 106028
Frederick M. Heimberg, P.A.
7280 West Palmetto Park Road
Suite 106
Boca Raton, Florida 33433

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