

**P96000063143**

Sunstate Research Assoc  
Requestor's Name

PO Box 11271  
Address

Tallahassee FL 32302  
City/State/Zip Phone #

Office Use Only

**FILED**  
96 JUL 29 PM 1:05  
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Blum & Perlman, P.A.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

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4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in

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☐ Certified Copy

☐ Mail out

☐ Will wait

☒ Photocopy

☒ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

**ARTICLES OF INCORPORATION  
OF  
BLUM & PERLMAN, P.A.**

**FILED**  
96 JUL 29 PM 1:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a professional corporation under the provisions of Chapters 607 and 621 of the Florida Statutes, adopts the following Articles of Incorporation.

**ARTICLE I  
NAME**

The name and initial address of this corporation shall be BLUM & PERLMAN, P.A., 200 South Biscayne Boulevard, Suite 3150, Miami, Florida 33131.

**ARTICLE II  
EFFECTIVE DATE OF CORPORATION EXISTENCE; DURATION**

This corporation shall commence its existence as of the filing of these Articles with the Secretary of State of Florida and shall exist perpetually thereafter unless sooner dissolved according to law.

**ARTICLE III  
PURPOSE**

The general purpose for which the corporation is organized is to engage in every aspect of the practice of law. The professional services involved in the corporation's practice of law may be rendered through its officers, agents and employees who are duly authorized and licensed to practice law in the State of Florida.

This corporation shall not engage in any business other than the practice of law. However, the corporation may invest its funds in real estate, mortgages, stocks, bonds and other types of investments, and may own real and personal property necessary for the rendering of the professional services authorized hereby.

**ARTICLE IV  
CAPITALIZATION**

The number of shares which the corporation is authorized to issue is 100 shares of common stock, each of which shall have a par value of \$1.00 per share.

**ARTICLE V**  
**INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this corporation shall be at 200 South Biscayne Boulevard, Suite 3150, Miami, Florida 33131-2311, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Jonathan Perlman.

**ARTICLE VI**  
**INITIAL DIRECTORS**

W. Barry Blum	200 South Biscayne Boulevard, Suite 3150 Miami, Florida 33131
Jonathan E. Perlman	200 South Biscayne Boulevard, Suite 3150 Miami, Florida 33131

**ARTICLE VII**  
**INCORPORATOR**

The name and address of the Incorporator is Jonathan E. Perlman, 200 South Biscayne Boulevard, Suite 3150, Miami, Florida 33131-2311.

**ARTICLE VIII**  
**ELIGIBLE SHAREHOLDERS**

A. The stock of this corporation may be issued, owned and registered only in the name or names of an individual or individuals who are duly authorized and licensed to practice law in the State of Florida. In the event that a shareholder:

- (i) becomes disqualified to practice law in this State; or
- (ii) sells, transfers, hypothecates or pledges, or attempts to sell, transfer, hypothecate or pledge any shares of stock in this corporation to any person ineligible by law or by virtue of these Articles to be a shareholder in this corporation, or if such sale, transfer, hypothecation or pledge, or attempt to sell, transfer, hypothecate or pledge is made in a manner prohibited by law, or in a manner inconsistent with the provisions of these Articles or the by-laws of this corporation; or

- (iii) suffers an execution to be levies upon his stock, or such stock is subjected to sale or other process, the effect of which is to vest any legal or equitable interest in such stock in some person ineligible by law or by virtue of these Articles to be a shareholder in this corporation,

then the stock of such stock holder shall immediately stand forfeited and such stock shall be immediately cancelled by this corporation and the shareholder or other person in possession of such stock shall be entitled only to receive payments for the value of such stock which, in the absence of a bylaw provision or written agreement between the corporation and its shareholders, or written agreement amounts its shareholders, shall be the book value thereof as of the last day of the month preceding the month in which any of the events above enumerated occurs. The shareholder whose stock so becomes forfeited and cancelled by the corporation shall forthwith ceased to be a shareholder and shall accept payment of any other sums then lawfully due and owing to said shareholder by the corporation, such shareholder shall then and thereafter have no further financial interest of any kind in the corporation.

B. No shareholder of this corporation may sell or transfer any of his shares of stock in this corporation except to another individual who is then duly authorized and licensed to practice, in the State of Florida. No shareholder of this corporation may 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 this stock.

C. The corporation's board of directors is specifically authorized from time to time to adopt bylaws, not inconsistent herewith, restraining the alienation of shares of stock of this corporation and providing for the purchases of redemption of the corporation of its shares of stock.

#### **ARTICLE IX** **BY-LAWS**

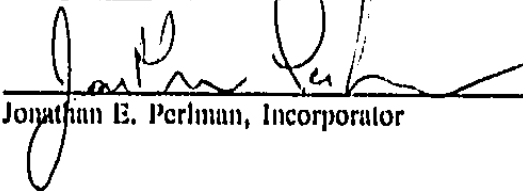
Without limiting the generality of their coverage, the by-laws shall contain provisions governing (i) the authority of the corporation or any of its officers, directors or shareholders to acquire indebtedness in the name of the corporation or to pledge or otherwise to encumber assets of the corporation, (ii) the issuance of shares and the admission of shareholders and (iii) the expenditures of corporate funds and the transfer of corporate assets.

#### **ARTICLE X** **INDEMNIFICATION**

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of hi being or having

been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

EXECUTED by the undersigned on the 26<sup>th</sup> day of July, 1996:

  
\_\_\_\_\_  
Jonathan E. Perlman, Incorporator

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

**FILED**  
96 JUL 29 PM 1:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with the laws of the State of Florida, the following is submitted:

BLUM & PERLMAN, P.A., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 200 South Biscayne Boulevard, Suite 315-Miami, Florida 33131-2311 has named Jonathan E. Perlman, 200 South Biscayne Boulevard, Suite 3150, Miami, Florida 33131-2311, as its statutory Resident Agent to accept service of process within Florida.

**ACKNOWLEDGMENT**

Having been named the statutory Resident Agent to accept service of process for the above corporation, at the place designated in this certificate, I hereby acknowledge that I am familiar with the obligations imposed upon a Registered Agent by Section 607.0505 of the Florida Statutes and I agree to accept the same and to act as Registered Agent, and to comply with the provisions of Florida law relative to keeping the registered office open.

  
\_\_\_\_\_  
Jonathan E. Perlman, Registered Agent

DATED: this 24<sup>th</sup> day of July, 1996