

# P90000085718

## TRANSMITTAL LETTER

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

300001975603--7  
-10/15/96--01239--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

**SUBJECT:** Maida Bacon-Delmar, P.A.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

**FROM:** Maida Bacon-Delmar  
Name (Printed or typed)

19870 NW 64th Ct. Rd.  
Address

Hialeah, Florida 33015  
City, State & Zip

305-621-9734  
Daytime Telephone number

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 OCT 15 AM 10:46

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

cf 10/17/96

EFFECTIVE DATE

10/10/96

ARTICLES OF INCORPORATION  
OF

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 OCT 15 AM 10:46

MAIDA BACON-DELMAR, P.A.

The undersigned, acting as Incorporator of Maida Bacon-Delmar, P.A. under the Florida General Corporation Act adopts the following Articles of Incorporation:

**ARTICLE I. NAME**

The name of the corporation is Maida Bacon-Delmar, P.A.

**ARTICLE II. COMMENCEMENT OF EXISTENCE**

The existence of the Corporation will commence on the date of subscription and acknowledgment of these Articles of Incorporation by the Secretary of State, State of Florida.

**ARTICLE III. PRINCIPAL PLACE OF BUSINESS**

The principal place of business shall be Alfred I. Dupont Building, Suite 700 169 East Flagler Street Miami, Florida 33131.

**ARTICLE IV. DURATION**

The Corporation will exist perpetually.

**ARTICLE V. PURPOSE**

This corporation may engage in any activity or business permitted under the laws of the United States of America and Florida.

More specifically, the general purpose or purposes for which the corporation is organized are as follows:

- (a) To engage in every aspect and phase of the practice of law.
- (b) To transact any or all other lawful business for which a corporation may be incorporated under the Florida General Corporation Act.

**ARTICLE VI. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is

1,000 shares of common stocks having a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

#### **ARTICLE VII. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 500 shares of Class A Common stock, having a par value of \$1.00 per share, and 500 shares of Class B common stock, having a par value of \$1.00 per share. The preference, limitation, and relative rights in respect to the shares of Class A and Class B common stock shall be the same, except that the shares of Class B common stock shall not vote on any matters, except when otherwise required by law. The consideration to be paid for each share of Class A and Class B common stock shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible or in labor or services adequately performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

#### **ARTICLE VIII. INITIAL REGISTERD OFFICE AND AGENT**

The street address of the initial registered office of the corporation is Alfred I. Dupont Building, Suite 700, 169 East Flagler Street, Miami, Florida 33131 and the name of the corporation's initial registered agent at the address is Ernesto Delmar.

#### **ARTICLE IX. INITIAL BOARD OF DIRECTORS**

The corporation shall have one director initially. The number of directors may either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one (1). The name and street address of the initial director is:

##### **NAME**

##### **ADDRESS**

Maida Bacon-Delmar  
President

Alfred I. Dupont Building, suite 700  
169 East Flagler St. Miami, Fl. 33131

#### **ARTICLE X. MANAGEMENT BY SHAREHOLDERS**

All power of the corporation shall be exercise by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of the board of directors. The name and street address of the original shareholders are:

##### **NAME**

##### **ADDRESS**

Maida Bacon-Delmar  
President

Alfred I. Dupont Building, Suite 700  
169 East Flagler St. Miami, FL. 33131

#### **ARTICLE XI. INCORPORATOR**

The name and the address of the Incorporator are:

##### **NAME**

Malda Bacon-Delmar  
President

##### **ADDRESS**

Alfred I. Dupont, Suite 700  
169 East Flagler Street  
Miami, Florida 33131

The Incorporator of the corporation assigns to this corporation her rights under Section 607.161, Florida Statute, to constitute a corporation, and she assigns to those persons designated by the board of directors any rights she may have as Incorporator to acquire any of the capital stocks of this corporation, this assignment becoming effective on the date corporate existence begins.

#### **ARTICLE XII. CUMULATIVE VOTING**

Every shareholder having the right to vote at a meeting of shareholders shall be entitled, in any election of directors, to that number of votes equal to the number of shares held by that shareholder multiplied by the number of directors to be elected, and each shareholder may either cast all those votes for a single candidate or distribute them among any two or more of the candidates. In voting on all other proposals, each shareholder having the right to vote shall be entitled to one vote for each share of voting stock held.

#### **ARTICLE XIII. BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholder, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provided that the bylaw is not subject to amendment or repeal by the directors.

#### **ARTICLE XIV. BYLAWS**

The corporation reserve the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 10<sup>th</sup> day of October, 1996.

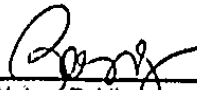
  
MAIDA BACON-DELMAR, P.A.

STATE OF FLORIDA  
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of October, 1996, by  
MAIDA BACON-DELMAR, P.A.



JOSE M PEREZ  
My Commission C0000000  
Expires Oct. 10, 1997

  
\_\_\_\_\_  
Notary Public  
State of Florida

My commission Expires:

10/10/97

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

96 OCT 15 AM 10:16

Having been named as registered agent for Malda Bacon-Delmar, P.A. in the foregoing Articles of Incorporation, I, on behalf of Malda Bacon-Delmar, P.A., a Florida corporation, hereby agrees to accept service of process for said Corporation and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT

By: 