

PA7000049324
RAYMOND HERNANDEZ
ATTORNEY AT LAW

1111 N. WESTSHORE BOULEVARD
SUITE 210
TAMPA, FLORIDA 33607

TELEPHONE
(813) 282-9458
FACSIMILE
(813) 282-4987

May 23, 1997

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, Florida 32314

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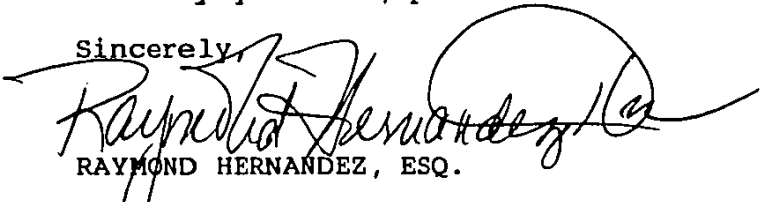
Re: RAYMOND HERNANDEZ, P.A.

To Whom It May Concern:

Enclosed please find the ARTICLES OF INCORPORATION OF RAYMOND HERNANDEZ, P.A. Please file same as per your normal procedures and forward certification to this office for further processing. I have enclosed my firm's check in the amount of \$122.50 to cover the filing fee.

Thank you for your prompt attention to this matter. If you should have any questions, please do not hesitate to contact this office.

Sincerely,


RAYMOND HERNANDEZ, ESQ.

RH:wiv

Enclosure

6230-
W97-12533

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
MAY 27 1997

6/6/97

RAYMOND HERNANDEZ

ATTORNEY AT LAW

1111 N. WESTSHORE BOULEVARD
SUITE 210
TAMPA, FLORIDA 33607

FILED
SECRETARY OF STATE
CORPORATIONS
JUN 11 1997
TELEPHONE
(813) 282-0458
FACSIMILE
(813) 282-4987

June 2, 1997

Attention: Ms. Claretha Golden
Florida Department Of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

SUBJECT: RAYMOND HERNANDEZ, P.A.
REF NO.: W97000012533

Dear Ms. Golden:

Enclosed please find the Articles of Incorporation Of Raymond Hernandez, P.A. with the requested corrections.

If you should have any questions, please do not hesitate to contact my office.

Sincerely,


RAYMOND HERNANDEZ, ESQ.

RH/viv

Enclosures



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
97 MAY 29 1997

May 29, 1997

RAYMOND HERNANDEZ, ESQUIRE
1111 NORTH WESTSHORE BLVD. #210
TAMPA, FL 33607

SUBJECT: RAYMOND HERNANDEZ, P.A.
Ref. Number: W97000012533

We have received your document for RAYMOND HERNANDEZ, P.A. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 497A00029113

ARTICLES OF INCORPORATION

OF

RAYMOND HERNANDEZ, P.A.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97.11.1 2:07

The undersigned Incorporator, a natural person and competent to contract for purposes of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation for said Corporation.

ARTICLE I

Name: The name of this Corporation shall be RAYMOND HERNANDEZ, P.A.

ARTICLE II

Duration: This Corporation shall have perpetual existence.

ARTICLE III

Purpose: This Corporation is organized for the purpose of providing professional legal services and transacting any and all lawful business pursuant to Florida Statutes Chapter 621.

The Corporation shall have power to do everything necessary, proper, advisable or convenient for the accomplishment of the purposes hereinbefore set forth, and to do all other things incidental thereto or connected therewith, which are not prohibited by statute or by these Articles of Incorporation.

ARTICLE IV

Capital Stock: The total number of shares of stock which the Corporation shall have to issue is 100 shares of common stock, with a par value of \$1.00 per share. The total number of authorized shares shall have an aggregate par value of \$100.00.

Each share of authorized stock which is initially sold shall be fully paid for before the Corporation begins transaction of business.

Each of the common shares shall entitle the holder thereof to one vote at any shareholder's meeting and otherwise to participate in all such meetings and in the assets of the Corporation. They shall be issued for such consideration as may be determined from time to time by the Board of Directors, provided that such consideration shall have a value at least equal to the full par value of such shares.

ARTICLE V

Official Office of the Corporation: The street address of the official office of the Corporation is 1111 N. Westshore Boulevard, Suite 210, Tampa, Florida 33607.

ARTICLE VI

Initial Registered Agent: The name of the initial registered agent of the Corporation is Raymond Hernandez, 1111 N. Westshore Boulevard, Suite 210, Tampa, Florida 33607.

ARTICLE VII

Board of Directors: The management and control of the Corporation shall be vested in a Board of Directors of not less than one nor more than seven members as determined by the Shareholders as provided by the By-laws of the Corporation, said Board to be elected by the stockholders of the Corporation at the regular meeting of said stockholders.

If State law so provides, then upon the unanimous written agreement of all the stockholders of the Corporation, the above-

described Board of Directors may be divested of its power to manage and control this Corporation and said power may, pursuant to shareholder agreement, be vested in the shareholders of the Corporation. If the shareholders exercise their right to divest the Board of its power to manage and control, then, and whenever the context requires, the shareholders shall be deemed the Directors of the Corporation for purposes of applying applicable state law. The names and addresses of the first Directors are:

Raymond Hernandez	1111 N. Westshore Boulevard
	Suite 210
	Tampa, Florida 33607

Until the first meeting of stockholders, management and control of this Corporation shall be vested in the above Board composed of the above named Directors. These Directors shall hold office until their successors are duly elected and qualified.

ARTICLE VIII

Officers: The Board of Directors shall, at its initial meeting, elect a President, Vice President, Treasurer and Secretary, and such other officers as the Board, from time to time, shall designate. Until the first Board of Directors meeting and until officers are selected thereat, the following persons shall hold the below-designated offices until their successors are elected and qualified:

President/Vice President/ Sec./Treas.	Raymond Hernandez 1111 N. Westshore Boulevard Suite 210 Tampa, Florida 33607
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ARTICLE IX

Incorporator: The name and address of the Incorporator

of the Corporation is Raymond Hernandez, 1111 N. Westshore Boulevard, Suite 210, Tampa, Florida 33607.

ARTICLE X

Indemnification: Any person who was or is a party is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigate (including by or in the right of the Corporation) by reason of the fact that he or she is or was a director, officer employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, office employee or agent of another corporation, partnership, joint venture, trust or other enterprise, shall be indemnified by the Corporation against expenses (including reasonable attorney's fees), judgments fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit or proceeding if he or she acted in good faith in a manner he or she reasonably believed to be in or not opposed to the best interest of the Corporation, and with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful, to the maximum intent permitted by and in the manner provided by the laws of the State of Florida.

The Corporation shall not, however, indemnify any director, officer or employee with respect to matters as to which he or she shall be finally adjudged in any such action, suit or proceeding to be liable for negligence or misconduct in the performance of his duty to the Corporation as such director, officer or employee, or to be guilty of fraud or material misrepresentation to the Corporation, its Board of Directors, its shareholders, or to any other person, nor in respect of any manner on which any settlement

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared
RAYMOND HERNANDEZ, as Incorporator, to me well known to be the
person described in and who acknowledged before me that he executed
the foregoing freely and voluntarily for the purposes therein
expressed.

Witness my hand and official seal this 22nd day of
May, 1997.

(Notary Seal)



GLADYS A. GARCES
MY COMMISSION # CC423717 EXPIRES
November 30, 1998
BONDED THROUGH TROY FAIR INSURANCE, INC.

Gladys A. Garces
Notary Public

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

IN WITNESS WHEREOF, the undersigned Registered Agent
hereby accepts such designation on this 22nd day of
May, 1997.

WITNESSES:

Gladys A. Garces
[Signature]

Raymond Hernandez
RAYMOND HERNANDEZ
Registered Agent

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared
RAYMOND HERNANDEZ, as Registered Agent, to me well known to be the
person described in and who acknowledged before me that he executed
the foregoing voluntarily and for the purposes therein expressed.

WITNESS my hand and official seal this 22nd day of
May, 1997.

(Notary Seal)



GLADYS A. GARCES
MY COMMISSION # CC423717 EXPIRES
November 30, 1998
BONDED THROUGH TROY FAIR INSURANCE, INC.

Gladys A. Garces
Notary Public

My Commission Expires:

or compromise is effected, where the settlement or compromise shall have substantially exceeded the expense which might have reasonably been incurred by such director, officer or employee in conducting such litigation to its final conclusion. The right of indemnification granted by this Article shall not be conclusive of other rights to which any director, officer or employee may be entitled as a matter of law. Furthermore, additional rights of indemnification may be provided in the By-Laws.

ARTICLE XI

Section 1244 Election: The first Board of Directors is hereby authorized, directed and empowered to qualify the initial issuance of stock pursuant to the terms and conditions set forth in Internal Revenue Code Section 1244 and the regulations thereunder.

ARTICLE XII

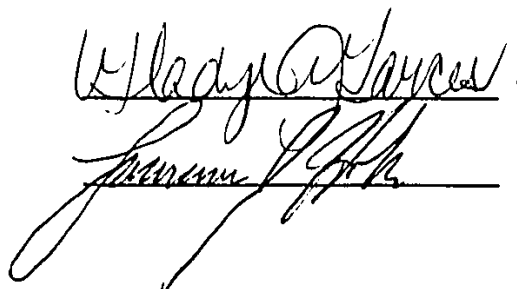
By-laws: The power to adopt, alter, amend or repeal the By-laws shall be vested in the Shareholders.

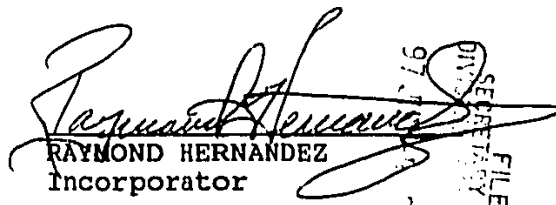
ARTICLE XIII

Amendment: The power to amend these Articles shall be held exclusively by the stockholders. An amendment hereto shall require a 66.67% vote of all outstanding stock.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 22nd day of MAY, 1997.

WITNESSES:




RAYMOND HERNANDEZ
Incorporator
