

7. 797000097767

Sunstate Research

Requestor's Name

Address

City/State/Zip

Phone #

Office Use Only

FILED  
97 NOV 17 PM 1:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

1. Gregory L. Denes P.A.  
(Corporation Name) (Document #)

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

900002348719--3

-11/17/97--01070--009

\*\*\*\*122.50 \*\*\*\*122.50

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

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

☒ Walk in

☐ Pick up time \_\_\_\_\_

☒ 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

RECEIVED  
97 NOV 17 AM 11:49  
OFFICE OF THE SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

K. Rolfe NOV 17 1997

Examiner's Initials

ARTICLES OF INCORPORATION  
OF  
GREGORY L. DENES, P.A.

FILED  
97 NOV 17 PM 1:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, desiring to organize a professional service corporation for the purposes hereinafter stated, pursuant to the laws of the State of Florida, hereby certifies as follows:

ARTICLE I

Name

The name of this corporation is GREGORY L. DENES, P.A. and its address is 6100 S.W. 76th Street, Second Floor, Miami, FL 33143-5002.

ARTICLE II

Purpose

The general nature of the professional services to be rendered by this professional service corporation shall be as follows, to-wit:

- (a) To engage in every phase and aspect of the business of rendering the same professional services to the public that an attorney duly licensed under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees, and agents who are duly licensed under the laws of the State of Florida to practice therein.
- (b) To buy, sell, deal in and exchange shares of its own capital stock, except that the corporation shall not issue any of its capital stock to anyone other than an individual who is duly licensed or otherwise legally authorized to render professional legal services within the State of Florida. No shareholder of the corporation shall 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 his stock.

- (c) To invest the funds of the corporation in real estate, mortgages, stock, bonds, or any other type of investment, and to own real and personal property necessary for the rendering of professional services.
- (d) To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, and, in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purpose or the attainment of the objects or the furtherance of such purposes or objects of the corporation.
- (e) Without limiting the generality of any of the foregoing language, the corporation shall have all of the powers which are now or which may hereafter be conferred upon professional service corporations by the laws of the State of Florida.

### ARTICLE III

#### Stock

The maximum number of shares of stock which the corporation is authorized to have outstanding at any time is one thousand (1,000) Shares of Common Stock having a par value of One Penny (\$.01) per share.

#### ARTICLE IV

##### Existence

The corporation shall have perpetual existence.

#### ARTICLE V

##### Initial Registered Office and Agent

The name of the initial registered agent of the corporation is Gregory L. Denes and the street address of the initial registered office of the corporation is 6100 S.W. 76th Street, Second Floor, Miami, FL 33143-5002.

#### ARTICLE VI

##### Stock Transferability

No Shareholder of the corporation may sell or transfer his shares in the corporation except to another individual who is eligible to be a Shareholder of a professional service corporation within the laws of the State of Florida.

#### ARTICLE VII

##### Stock Ownership

The Board of Directors shall require any Officer, Shareholder, agent, or employee of the corporation, who has been rendering professional legal services to the public and who becomes

legally disqualified to render such professional legal services within the State of Florida, or who is elected to a public office or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continuing to render such professional legal services, to sever all employment with, and financial interest in, the corporation forthwith.

#### ARTICLE VIII

##### Directors

The corporation shall have one (1) Director initially. The number of Directors may be increased or diminished, from time to time, by Bylaws adopted by the Shareholders, but shall never be less than one (1).

#### ARTICLE IX

##### Initial Director

The name and street address of each of the first member of the Board of Directors is:

##### Name

##### Street Address

GREGORY L. DENES

6100 S.W. 76th Street  
Second Floor  
Miami, FL 33143-5002

The aforesaid Director shall hold his respective offices until the first Annual Meeting of the Shareholders or until his successor is elected and has qualified.

#### ARTICLE X

##### Incorporator

The name of the person signing these Articles is Gregory L. Denes and his street address is 6100 S.W. 76th Street, Second Floor, Miami, FL 33143-5002.

#### ARTICLE XI

##### Bylaws

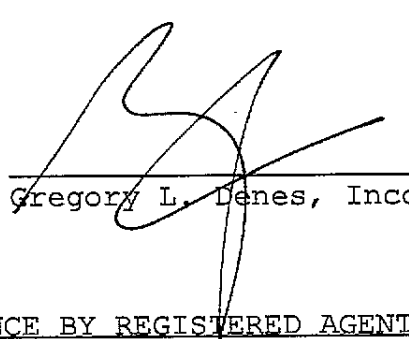
The Bylaws of the corporation may be created, amended or changed by the Shareholders or Directors at any regular or special meeting, duly held.

#### ARTICLE XII

##### Indemnification

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

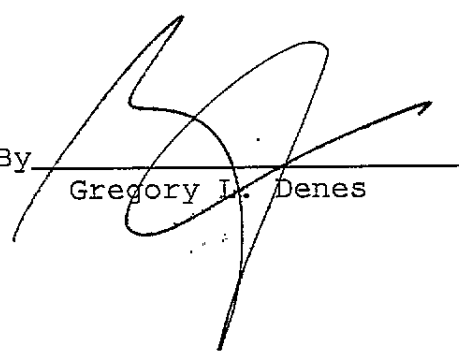
IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation this 10<sup>th</sup> day of November, 1997.

  
\_\_\_\_\_  
Gregory L. Denes, Incorporator

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT THE SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 10<sup>th</sup> DAY OF NOVEMBER, 1997.

By   
\_\_\_\_\_  
Gregory L. Denes

MIA95 177378.1 -JBZ

FILED  
97 NOV 17 PM 1:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA