

P980000/0720

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11 MAY -6 AM 8:41

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Art. w/ Name
Change
05/16/11

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: SHANNON K. BARUCH, P.A.

DOCUMENT NUMBER: P98000010720

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Shannon K. Baruch, Esquire

Name of Contact Person

Shannon K. Baruch, P.A.

Firm/ Company

P.O. Box 1485

Address

Orlando, FL 32802-1485

City/ State and Zip Code

baruchlawgroup@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Shannon K. Baruch, Esquire

Name of Contact Person

at (407)

758-5809

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☒ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is enclosed)

☒ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**RESTATED ARTICLES OF INCORPORATION
OF
SHANNON K. BARUCH, P.A.**

FILED
11 MAY -6 AM 8:41

The undersigned, being of legal age and for the purpose of forming a Corporation under the Florida Business Corporation Act, hereby files the following Restated Articles for Incorporation, pursuant to Section 607.0202, Florida Statutes:

ARTICLE I

NAME AND MAILING ADDRESS

The name and mailing address of the Corporation shall be **BARUCH LAW GROUP, P.A., P.O. Box 1485, Orlando, Florida 32802-1485**, as approved by the Board of Directors.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by the Corporation and its objectives and power shall be as follows:

To engage in the practice of law and any and all activities or business for which the Corporation may be incorporated under the Florida Business Corporation Act and/or permitted under the Laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

1. The maximum number of shares of authorized capital stock of this Corporation shall be Fifty Thousand (50,000) shares of common stock with par value of zero dollars (\$1.00).

2. The capital stock may be paid for in property, labor, services or cash at a just valuation to be fixed by the Board of Directors. All of the stock shall be fully paid and non-assessable.

3. The capital stock may be paid for in property, labor, services or cash at a just valuation to be fixed by the Board of Directors. All of the stock shall be fully paid and non-assessable.

ARTICLE IV

PREEMPTIVE RIGHTS

Each shareholder of common stocks to this Corporation shall be entitled to full

preemptive rights to purchase, with any form of valuable consideration, any issued or unissued or treasury shares of the Corporation and any securities of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe or acquire any unissued treasury shares.

ARTICLE V

CLASS OF STOCK

The Corporation will issue any class of common stock. Each holder of common stock shall have the right to vote.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 517 S.W. 5th Avenue, Delray Beach, Florida 33444, and the name of the Registered Agent of this Corporation is SHANNON K. BARUCH, ESQUIRE.

ARTICLE VII

TERM OF EXISTENCE

The term of the existence of the Corporation is perpetual.

ARTICLE VIII

ADDRESS

The principal office of the Corporation shall be at 517 S.W. 5th Avenue, Delray Beach, Florida 33444. The Corporation may have such other places of business in the State of Florida as the nature and progress of the business of the Corporation shall, from time to time, render necessary and/or desirable. The Board of Directors may, from time to time, move the principal office to any new address or place in the State of Florida. Said Corporation shall have the power to conduct its business outside the State of Florida, or in any or all of the several States and Territories of the United States, including the District of Columbia, and in any or all foreign countries and may have one or more offices in any of said places.

ARTICLE IX

DIRECTORS

The Board of Directors of the Corporation shall consist of at least one person and the first

Board of Directors of the Corporation shall be comprised of the following named person:

SHANNON K. BARUCH
517 S.W. 5th Avenue
Delray Beach, FL 33444

ARTICLE X

SUBSCRIBERS

The name and street address and the number of shares subscribed to by the subscriber hereto, who is also a member of the first Board of Directors and who is to conduct the business of the Corporation until those elected at the organizational meeting, is:

SHANNON K. BARUCH	30,000 Shares
517 S.W. 5 th Avenue	
Delray Beach, FL 33444	

Unissued Corporate Shares	20,000 Shares
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ARTICLE XI

RESTRICTION ON TRANSFER OF SHARES AND OTHER SECURITIES

In the issuance of the shares of the common stocks of this Corporation, a restriction shall be imposed on the transfer, or registration of transfer, of shares and shall be validated and enforced against the holder, or a transferee of the holder, pursuant to Section 607.0627, Florida Statutes, and its existence shall be noted conspicuously on the front or back of the certificate, or contained in the information statement required by Section 607.0626(2), Florida Statutes. The restriction on the transfer, or registration of transfer, of shares shall be authorized to maintain the corporation's status which is dependent on the identity of its shareholders. The restriction imposed on the transfer, or registration of transfer, of shares shall (a) obligate the shareholder(s) first to offer the corporation (separately, consecutively or simultaneously) an opportunity to acquire the restricted shares; (b) obligate the corporation (separately, consecutively or simultaneously) to acquire the restricted shares; (c) require the corporation, or the principal holders of any class of its shares, to

approve the transfer of the restricted shares; and (d) prohibit the transfer of the restricted shares to designated persons or classes of persons. For purposes of these Articles of Incorporation, "shares" shall include a security convertible into, or carrying a right to subscribe for, or acquire shares.

ARTICLE XII

OFFICERS

The officers of the Corporation need not be a resident of the State or shareholders, unless the Bylaws so require. All individual may hold more than one position if he or she is a shareholder in the Corporation and the officers are as follows:

President	SHANNON K. BARUCH
Vice President	SHANNON K. BARUCH
Treasurer	SHANNON K. BARUCH
Secretary	SHANNON K. BARUCH

ARTICLE XIII

BYLAWS

The Board of Directors shall adopt Bylaws at the first organizational meeting. The proposed Bylaws shall be approved by two thirds vote of the total Board of Directors before becoming the law of the Corporation.

ARTICLE XIV

INCORPORATOR(S)

The name and street address of the incorporator(s) of these Articles of Incorporation is:

SHANNON K. BARUCH
517 S.W. 5th Avenue
Delray Beach, FL 33444

The Corporation hereby reserves the right to amend or repeal any provisions contained in these Restated Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator/Subscribing Stockholder has hereunto set his hand and seal and caused these Restated Articles of Incorporation to be executed.

this 2nd of May, 2011.



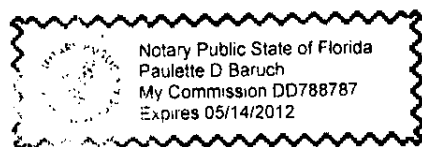
SHANNON K. BARUCH (SEAL)
Incorporator/Subscribing Shareholder

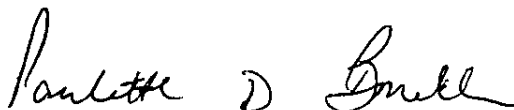
STATE OF FLORIDA)
)
COUNTY OF LAKE)

BEFORE ME, the undersigned authority, this day personally appeared SHANNON K. BARUCH, ☒ to me well known, or ☐ who produced identification:

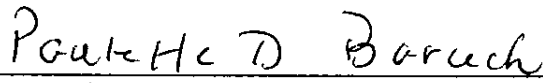
to be the person who executed the foregoing Restated Articles of Incorporation, and acknowledged to and before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal of office, this 2nd day of May, 2011.





Signature and Seal of Notary Public
Administering the Oath



Name of Notary Public, State of Florida

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is:

BARUCH LAW GROUP, P.A.

2. The name and street address of the registered agent of the corporation are:

**SHANNON K. BARUCH, ESQUIRE
517 S.W. 5TH Avenue
Delray Beach, Florida 33444**

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



SHANNON K. BARUCH, ESQUIRE

5/2/2011
DATE

The date of each amendment(s) adoption: May 2, 2011
(date of adoption is required)
Effective date if applicable: Date of Filing
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval

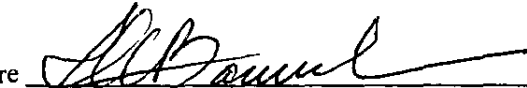
by _____."
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated 05/02/2011

Signature



(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Shannon K. Baruch, Esquire

(Typed or printed name of person signing)

President

(Title of person signing)