

P98000021692  
TRANSMITTAL LETTER

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

300002448903--8  
-03/06/98--01016--006  
\*\*\*131.25 \*\*\*131.25

SUBJECT: LAW OFFICES OF CARLO JEAN- JOSEPH, 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 :

<input type="checkbox"/> \$70.00	<input type="checkbox"/> \$78.75	<input type="checkbox"/> \$122.50	<input checked="" type="checkbox"/> \$131.25
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy	Filing Fee, Certified Copy & Certificate

FROM: Carlo Jean-Joseph, Esq.  
Name (Printed or typed)

1876 N. University Drive, Ste. 309-C  
Address

Plantation, FL 33322  
City, State & Zip

(954) 236-0202  
Daytime Telephone number

FILED  
98 MAR -6 AM 9:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

98-3-9-98

**ARTICLES OF INCORPORATION OF  
LAW OFFICES OF CARLO JEAN-JOSEPH,  
A PROFESSIONAL ASSOCIATION**

FILED  
98 MAR -6 AM 9:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned natural person, competent and licensed to practice Law in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida Business Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

**I. NAME OF CORPORATION, PRINCIPAL OFFICE AND MAILING ADDRESS**

The name of this corporation shall be LAW OFFICES OF CARLO JEAN-JOSEPH, PROFESSIONAL ASSOCIATION. The principal office and mailing address of this corporation shall be MERCEDE EXECUTIVE PARK, 1876 N. University Drive, Suite 309-C Plantation, Florida 33322.

**II. PURPOSES**

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

1. To engage in the practice of law as a professional corporation and to own and operate a law office for the purposes of providing legal advice and representation.
2. To furnish related legal and advocacy services; and to own real and personal property, enter into contracts, and engage in any lawful business necessary for the rendering of such professional services.
3. To purchase, lease, acquire, own, hold, and operate, and to sell, mortgage, pledge, lease employ, dispose of, encumber, or invest in real property, mortgages, stocks, bonds, and tangible and intangible personal property, and to enter into contracts, and carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objectives of the corporation.
4. To do everything otherwise necessary, proper, or convenient for the accomplishment of any of the purposes set forth in these articles of incorporation, and to do every other act and thing incidental to such purposes that is not prohibited by the laws of the State of Florida or by the provisions of these Articles Of Incorporation.
5. The professional services of the corporation shall be carried on only through officers, employees, and agents who may legally in the State of Florida to render the services that this corporation is organized to provide.

### **III. CAPITAL STOCK**

1. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 100 in common stock at one dollar (\$1.00) per share par value.
2. The consideration to be paid for each share be payable in lawful money or property, labor or services.
3. Shares of the corporation's stock and certificates shall be issued only to persons in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

### **IV. DURATION**

The corporation shall have perpetual existence.

### **V. INCORPORATION**

The address of this corporation's initial registered office is MERCEDE EXECUTIVE PARK, 1876 N. University Drive, Suite 309-C Plantation, Florida 33322, and the name of its initial registered agent at said address is CARLO JEAN-JOSEPH, ESQ..

### **VIII. INFORMAL SHAREHOLDER ACTION**

The name and address of the Incorporator is as follows:  
CARLO JEAN-JOSEPH, ESQ., MERCEDE EXECUTIVE PARK, 1876 N. University Drive, Suite 309-C Plantation, FLORIDA 33322

### **IX. SEVERANCE AND TERMINATION OF EMPLOYMENT**

The corporation shall have a Board of Directors consisting of one person. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders but shall never be less than one. The names and addresses of the initial Director of this corporation is:  
CARLO JEAN-JOSEPH, ESQ., MERCEDE EXECUTIVE PARK, 1876 N. University Drive, Suite 309-C Plantation, FLORIDA 33322

## **VIII. INFORMAL SHAREHOLDER ACTION**

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

## **IX. SEVERANCE AND TERMINATION OF EMPLOYMENT**

If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholders shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shall not be entitled to dividends.

## **X. INFORMAL DIRECTOR ACTION**

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

## **XI. INDEMNIFICATION**

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

## **XII. BY-LAW AMENDMENT**

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

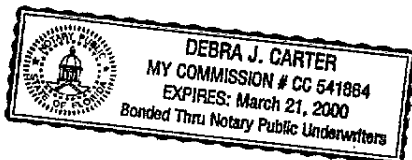
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in State of Florida, this 3<sup>rd</sup> day of March, 1998.


  
CARLO JEAN JOSEPH, ESQ.

STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared CARLO JEAN-JOSEPH, ESQ., who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami, Dade County, State of Florida this 3 day of March, 1998.



  
Notary Public, State of Florida  
(Notorial Seal)

My Commission Expires:

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,  
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: Law Offices of Carlo Jean-Joseph, P.A.
2. The name and address of the registered agent and office is:

Carlo Jean-Joseph, Esq.  
Name

1876 N. University Dr., #309-C  
Address (PO Box Not Acceptable)

Plantation, FL 33322  
City, State, Zip Code

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 MAR -6 AM 9:19

FILED

Having been named to accept service of process for the above stated corporation,  
at the place designated in this certificate, I hereby agree to act in this capacity, and I  
further agree to comply with the provisions of all statutes relative to the proper and  
complete performance of my duties.

DATED: 03-03-98

