

P98000045482

February 18, 1997

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

RE: Jerome M. Strauss P.A.

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-02/20/97--01012--008  
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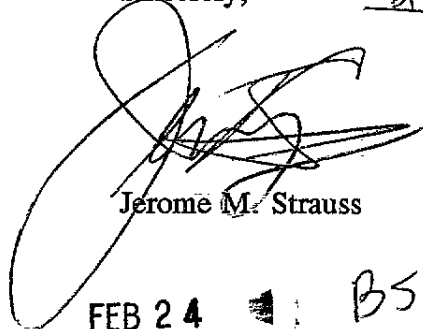
Dear Sir/Madam:

Enclosed are the original and one copy of Articles of Incorporation prepared for the initial filing of incorporation for the above-referred entity. Would you please forward a certified copy of Articles, along with the duplicate Registered Agent's Certificate, in the self-addressed, stamped envelope provided. We are not requesting a certified copy of the Registered Agent's Certificate.

We are enclosing our check in the amount of \$122.50 for your filing and certified copy fees.

Thank you.

Sincerely,



Jerome M. Strauss

EFFECTIVE DATE

2-17-97

FILED  
97 FEB 20 PM 3:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ja  
Enclosures

FileLtr.01

FEB 24

BSB



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

May 20, 1998

JEROME M. STRAUSS  
1064 DIAMOND LAKE CIRCLE  
NAPLES, FL 34114

SUBJECT: JEROME M. STRAUSS P.A.

This letter will confirm that due to a clerical error the above referenced corporation was incorrectly filed as a NONPROFIT corporation. Please be advised, we have corrected our records to reflect this corporation as a PROFIT corporation and assigned new document number P98000045482 with the original file date of February 20, 1997, effective February 17, 1997.

Any annual reports submitted this office should reflect the new document number.

We sincerely apologize for any inconvenience this error may have caused you.

Should you have any questions please feel free to contact this office at the address indicated below.

Sincerely,  
Sharon Tala  
Document Specialist Supervisor  
New Filings Section

Letter number: 498A00028302.

**ARTICLES OF INCORPORATION  
FOR JEROME M. STRAUSS P.A.**

**FILED**  
97 FEB 20 PM 3:06  
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 General Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

**EFFECTIVE DATE**  
2-17-97

**ARTICLE I**  
**NAME AND ADDRESS OF CORPORATION**

The name of the corporation shall be **JEROME M. STRAUSS P.A.**, with a principal place of business at **1064 Diamond Lake Circle, Naples, FL 34114.**

**ARTICLE II**  
**PURPOSES**

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

- a. To engage in every aspect in the practice of law and all its fields of specializations, as are engaged in by lawyers.
- b. To engage and render the professional services involved only through its officers, agents and employees who shall be attorneys in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.
- c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.
- d. To engage in no other business other than the rendition of the professional services specified herein.
- e. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

**ARTICLE III**  
**CAPITAL STOCK**

a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be Seven Thousand Five Hundred, (7,500) shares of common stock at One Dollar (\$1.00) per share par value.

b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

c. Shares of the corporation's stock and certificates shall be issued only to attorneys in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

**ARTICLE IV**  
**DURATION**

The corporation shall have perpetual existence.

**ARTICLE V**  
**REGISTERED AGENT**

The address of this corporation's initial registered office is **1064 Diamond Lake Circle, Naples, Florida 34114**, and the name of its initial registered agent at said address is **Jerome M. Strauss**.

**ARTICLE VI**  
**INCORPORATION**

The name and address of the Incorporator is as follows:  
**Jerome M. Strauss, 1064 Diamond Lake Circle, Naples, Florida 34114.**

**ARTICLE VII**  
**BOARD OF DIRECTORS**

The corporation shall have a Board of Directors consisting of **one (1)** 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 Directors of this corporation are:

<b>Jerome M. Strauss</b>	<b>1064 Diamond Lake Circle Naples, FL 34114</b>
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ARTICLE 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.

ARTICLE 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 shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

ARTICLE 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 the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XI  
INDEMNIFICATION

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

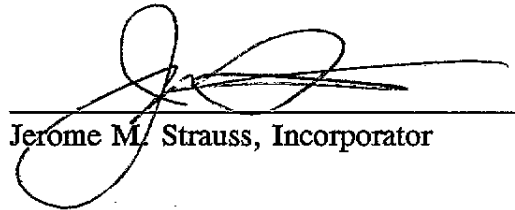
ARTICLE XII  
BYLAW AMENDMENT

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.

ARTICLE XII  
EFFECTIVE DATE

This Professional Association shall be effective as of February 17 1997.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this 17 day of February, 1997.

  
\_\_\_\_\_  
Jerome M. Strauss, Incorporator

STATE OF FLORIDA :  
: SS  
COUNTY OF COLLIER :

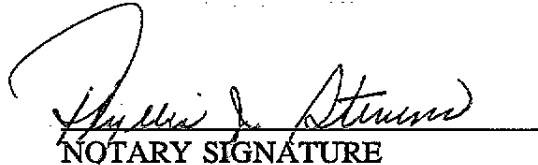
I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, **Jerome M. Strauss**, to me well known to be the person described in and who executed the foregoing instrument, and he acknowledged before me the matters and things contained in the above and foregoing are true and correct, and that an oath was not taken.

WITNESS my hand and official seal in the County and State last aforesaid this 17 day of February, 1997.

NOTARY SEAL



PHYLLIS J. STEVENS  
My Comm Exp. 12/29/97  
Bonded By Service Ins  
No. CC333832  
☒ Personally Known ☐ Oath L.B.

  
\_\_\_\_\_  
NOTARY SIGNATURE

My Commission Expires: 12/29/97

**REGISTERED AGENT ACCEPTANCE**

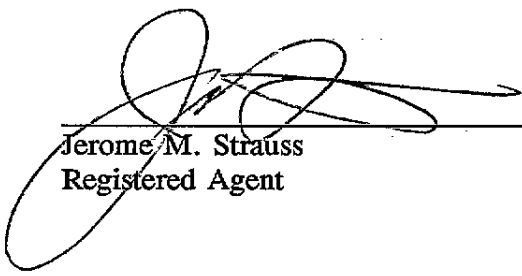
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I agree as Registered Agent to accept service of process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.

WITNESS my hand this 17 day of February, 1997, in the City of Naples, State of Florida.



Jerome M. Strauss  
Registered Agent