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FLORIDA PROFIT CORPORATION OR P.A.

ALBERTO M. CALVO, P.A.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 2, 1999

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

OF

ALBERTO M. CALVO, P.A.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopt the following articles of incorporation for such corporation.

ARTICLE I. NAME:

The name of the corporation shall be: ALBERTO M. CALVO, P.A., and the principal place of business address shall be: 2790 N.E. 56th Court, Fort Lauderdale, Florida 33308

ARTICLE II. NATURE OF BUSINESS:

888 The general nature of the business to be transacted by this corporation is:

To engage in every phase and aspect of the business of rendering legal services to the public that an attorney duly licensed under the laws of the State of Florida is authorized to render, provided such legal services shall be rendered only through officers, employees, and agents who are duly licensed, or otherwise legally authorized to engage in the practice of law within the State of Florida.

To purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and invest in, deal in and with, real and personal property necessary for the rendering of legal services.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers corporate indebtedness as required.

To consolidate or merge with or purchase the assets of another domestic professional corporation rendering the same professional services.

Prepared by: Alberto M. Calvo, Esq. FBN - 0135739
2790 N.E. 56th Court
Fort Lauderdale, Florida 33308

(954) 564-4800 1

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To invest in, purchase, or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of real estate, mortgages, stocks, bonds, or any other type of investment.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of this corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit and restrict in any manner the purpose of this corporation otherwise permitted by law.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV. ADDRESS:

The street address of its initial registered office is 2790 N.E. 56th Court, Fort Lauderdale, Florida 33308, and the name of its initial registered agent at said address is ALBERT M. CALVO.

ARTICLE V. TERM OF EXISTENCE:

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

The corporation shall have one (1) director. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS:

The names and addresses of the members of the first Board of Directors are:

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ALBERTO M. CALVO, 2790 N.E. 56TH COURT, FORT LAUDERDALE,
FLORIDA 33308.

ARTICLE VIII. SUBSCRIBERS:

The names and addresses of each subscriber to these Articles of Incorporation are: ALBERTO M. CALVO, 2790 N.E. 56TH COURT, FORT LAUDREDALE, FLORIDA 33308.

ARTICLE IX. LIMITATION ON ISSUANCE OF STOCK:

No contract or other transactions between this corporation shall be issued to or held by anyone other than an individual who is duly licensed or otherwise legally authorized to render legal services within the State of Florida. No stockholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares of capital stock of this corporation.

ARTICLE X. CONTRACTS:

No contract or other transaction between this corporation and any other firm, association or corporation shall be affected or invalidated by the fact that any one or more of the directors of this corporation is or are interested in, or is a member, director or officer, or are members, directors or officers of such other firm, association or corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in any contract or transaction of this corporation or in which this corporation is interested, and no contract, account or transaction of this corporation with any person, firm, association,

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or corporation shall be affected or invalidated by the fact that any director or directors of this corporation is or are interest in such contract account or transaction or in any way connected with such person, firm, association or corporation, and each and every person, who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may in any way be interested in any wise; the directors, when so interested, shall be accounted as present at the Board of Directors meetings, and may vote in such meetings as fully and with the same effect as if not so interested.

ARTICLE XI. RESTRAINT ON ALIENATION OF SHARES:

No stockholder of this corporation may sell or transfer any of his shares of stock of this corporation except to another individual who is eligible to be a stockholder of this corporation and then only after the proposed sale or transfer shall have been first approved at a stockholders' meeting specifically called for such purpose, by such proportion, but no less than a majority of the outstanding stock, excluding the shares of stock proposed to be sold or transferred, as may be provided from time to time in the by-laws adopted by the stockholders; at such stockholders' meetings the shares of stock proposed to be sold or transferred, may not be voted or counted for any purpose. If any stockholder becomes legally disqualified to render legal services within the State of Florida, or is elected to a public office, or accepts employment

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that, pursuant to existing law, places restrictions or limitations upon his continued rendering of such professional services, such stockholder's shares shall immediately become subject to purchase by this corporation or the other stockholders in accordance with the by-laws adopted by the stockholders. The Board of Directors or the stockholders of this corporation are specifically authorized from time to time to adopt by-laws, not inconsistent herewith, imposing additional restraints on the alienation of shares of stock of this corporation and providing for the purchase or redemption by the stockholders of this corporation, of those shares of stock providing, however, such provisions dealing with the purchase or redemption by this corporation of those shares of stock may not invoke at a time or in a manner that would impair the capital of this corporation.

ARTICLE XII. AMENDMENT:

These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by the Board of Directors and proposed by them to the stockholders and approved at a stockholders' meeting by two-thirds of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscribers, have executed these Articles of Incorporation on this 1st day of April, 1999.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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STATE OF FLORIDA)

COUNTY OF BROWARD)

BE IT REMEMBERED that on the 1st day of April, 1999, before me a Notary Public, duly commissioned, personally appeared, ALBERTO M. CALVO, known to me to be the person who signed the same and they did acknowledge that they signed, sealed and delivered the same as their voluntary act and deed and that the facts therein stated were truly set forth.

GIVEN under my hand and seal the day and year aforesaid.

Margaret Bara
Notary Public

My commission expires:



Margaret Bara
MY COMMISSION # CC758086 EXPIRES
September 19, 2002
BONDED THRU TROY FAIR INSURANCE, INC.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Alberto M. Calvo
ALBERTO M. CALVO
Registered Agent

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