**Charter Number Only** 0 N 900002882149--5 -05/21/99--01027--020 \*\*\*\*\*78.75 \*\*\*\*\*78.75 CORPORATION(S) NAME Free: 1-800-432-3028 Profit ( ) Merger ( ) Amendment ) NonProfit ( ) Mark ( ) Dissolution ( ) Foreign ( ) Other ) Annual Report ( ) Limited Partnership ( ) Change of Registered Agent ) Reservation ) Reinstatement ( ) Certificate Under Seal ( ) Photo Copies Certified Copy ( ) After 4:30 ( ) Call If Problem ) Call When Ready ( ) Mail Out ) Pick Up ( ) Will Wait Walk in Name Avallability Document Examiner

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## ARTICLES OF INCORPORATION OF JOSEPH A. TUBIO, ESQ., P.A.

#### PREAMBLE

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:

### ARTICLE I

#### NAME OF CORPORATION

The name of the corporation shall be: JOSEPH A. TUBIO, ESQ., P.A.

# 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 as a professional law corporation and to carry on services incident to the practice of law.
- b. To engage and render the professional services involved only through its officers, agents and employees, each of whom has been admitted to the bar of, and is duly authorized to practice law in, the State of Florida.
- c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investment 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

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 100 shares of common stock at \$1.00 per share par value.

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

Shares of the corporation's stock and certificates shall be issued only to individuals practicing law 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 principal office is: 12740 S. W. 34 Place, Davie, Florida 33330

and the name of its initial registered agent at said address is: JOSEPH A. TUBIO, ESQ.

## ARTICLE VI

#### BOARD OF DIRECTORS

The corporation shall have a Board of Directors consisting of at least one (1) Director. 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 Directors shall be elected by the Stockholders of the Corporation. No person shall serve as Director of the Corporation unless the person is duly licensed and in good standing to practice law in the State of Florida. The name and address of the initial Director of this corporation is: JOSEPH A. TUBIO, 12740 S. W. 34 Place, Davie, Florida 33330.

#### ARTICLE VII

#### INCORPORATOR

The name and address of the incorporator is as follows:

JOSEPH A. TUBIO 12740 S. W. 34 PLACE DAVIE, FLORIDA 33330

#### <u>ARTICLE VIII</u>

# INFORMAL STOCKHOLDER ACTION

Any action of the Stockholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Stockholders 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 stockholder, purchase such stockholder'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 though it had been authorized at a meeting of the Board of Directors.

#### <u>ARTICLE XI</u>

#### INDEMNIFICATION

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

#### ARTICLE XII

#### **BYLAWS**

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 XIII

# COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with the provisions of Section 607, Florida Statutes, the effective date of incorporation is specified to be the May day of May, 1999, which is the date on which these Articles have been subscribed and acknowledged. IN WITNESS WHEREOF, athe undersigned Incorporator has executed these Articles of Incorporation in State of Florida, this 17 day of MAY JOSEPH A. TUBIO, Incorporator and Resgistered STATE OF FLORIDA) ) SS: COUNTY OF DADE ) This instrument was acknowledged before me by JOSEPH A. TUBIO who is personally as identification and known to me or who produced who did/did not take an oath, on this 17 day of May

My Commission Expires:

OFFICIAL NOTARY SEAL **IÑAKI SAIZARBITORIA** NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC 533628 MY COMMISSION EXP. 2/19/2000