

TRANSMITTAL LETTER

P99000096025

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

000003017120--1
-10/18/99-01095-016
*****70.00 *****70.00

SUBJECT: WINTHROP LAW OFFICES, P.A.
(Proposed corporate name - must include suffix)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 NOV - 1 PM 2:58

FILED

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: DORIAN WINTHROP
Name (Printed or typed)

1515 N. FEDERAL HIGHWAY, SUITE 300
Address

BOCA RATON, FL 33432-1954
City, State & Zip

(561) 417-8878
Daytime Telephone number

W-2-264
Tried to call
the number

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



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 21, 1999

DORIAN WINGHROP
1515 N FEDERAL HWY
BOCA RATON, FL 33432-1954

SUBJECT: WINTHROP LAW OFFICES, P.A.
Ref. Number: W99000024264

We have received your document for WINTHROP LAW OFFICES, P.A. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 899A00050700

ARTICLES OF INCORPORATION

OF

WINTHROP LAW OFFICES, P.A.

The undersigned subscriber(s) to these articles of incorporation, being duly licensed to practice law under the laws of the state of Florida, adopt(s) these articles to form a corporation under the Professional Service Corporation, F.S. Chapter 621, and other laws of the state of Florida.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE I. NAME

The name of the professional service corporation is WINTHROP LAW OFFICES, P.A.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 1515 N. Federal Highway, Suite 300, Boca Raton, Florida 33432-1954.

ARTICLE III. PURPOSE

The professional service corporation is formed to engage in every phase and aspect of the practice of law. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

ARTICLE IV. TERM OF EXISTENCE

The professional service corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

ARTICLE V. CAPITAL STOCK

The capital stock of the professional service corporation shall be 1000 shares of common stock having a par value of \$0.01 per share.

None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed to practice law in the state of Florida.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this professional service corporation is 1515 N. Federal Highway, Suite 300, Boca Raton, Florida. The name of the initial registered agent at that address is Dorian Winthrop.

ARTICLE VII. BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of a minimum of 1 member. The name and address of the member of the first board of directors are:

Name
Dorian Winthrop

Address
1515 N. Federal Highway, Suite 300 Boca
Raton, Florida 33432-1954

ARTICLE VIII. SUBSCRIBER(S)

The name and address of the person signing these articles of incorporation as subscriber is:

Name
Dorian Winthrop

Address
1515 N. Federal Highway, Suite 300 Boca
Raton, Florida 33432-1954

ARTICLE IX. RESTRAINT ON ALIENATION OF SHARES

The shareholders of the professional service corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the professional service corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details, of the disposition shall be determined by the shareholders of the professional service corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No shareholder of the professional service corporation may sell or transfer stock in the corporation except to another individual who is eligible to be a shareholder of the professional service corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose. If any shareholder becomes legally disqualified to practice law in the state of Florida, is elected to a public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that shareholder's shares of stock shall immediately become subject to purchase by the professional service corporation in accordance with the bylaws adopted by the shareholders.

ARTICLE X. AMENDMENT

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber(s) executed these articles of incorporation on October 9, 1999.

Dorian Winthrop
Dorian Winthrop

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing articles of incorporation were acknowledged before me on this 9th day of October, 1999, by Dorian A. Winthrop.

Kristen Thomas
Notary Public -- State of Florida

Personally Known ☒ OR Produced Identification



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: WINTHROP LAW OFFICES, P.A.

2. The name and address of the registered agent and office is:

DORIAN WINTHROP

(Name)

1515 N. FEDERAL HIGHWAY, SUITE 300

(P.O. Box NOT acceptable)

BOCA RATON, FL 33432

(City/State/Zip)

PHONE (561) 417-8878

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

SIGNATURE 

DATE 10/26/99