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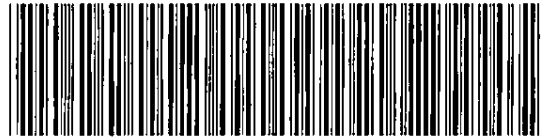
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# ARTICLES OF INCORPORATION

of

**Michael Loren Brown, P.A.**

*In compliance with Chapter 607 and Chapter 621, Florida Statutes:*

## **ARTICLE I - NAME**

The name of this corporation shall be:

Michael Loren Brown, P.A.

## **ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of the Corporation's registered office in the State of Florida is:

4520 NW 5<sup>th</sup> Ave  
Boca Raton, FL 33431

## **ARTICLE III - PURPOSE**

The purpose of this Corporation is to render the following specific professional service as defined in Florida Statute 621.03(1):

The personal services rendered by certified public accountants  
as provided by Chapter 473 of the Florida Statutes

And in connection with rendering those personal services, to possess and exercise all of the powers and privileges granted by Chapter 607 of the Florida Statutes or by any other law of Florida or of these Articles of Incorporation together with any incidental powers, so far as the powers and privileges are consistent with, and not prohibited by, Chapter 621 of the Florida Statutes.

## **ARTICLE IV - SHARES**

The Corporation is authorized to issue a single class of stock to be designated as "Common Stock". The total number of shares which the Corporation is authorized to issue is one thousand (1,000) shares of common stock, with no par value. On all matters, each holder of Common Stock shall be entitled to one (1) vote for each share of Common Stock held by such holder on the record date fixed for such meeting, or on the effective date of such written consent.

## **ARTICLE V - MEETINGS OF SHAREHOLDERS**

Meetings of shareholders may be held within or without the State of Florida, as the Bylaws may provide.

## **ARTICLE VI - INITIAL OFFICERS AND DIRECTORS**

The initial officers and director of the Corporation is:

Michael L. Brown  
Principal Officer, President, and Director  
4520 NW 5<sup>th</sup> Ave  
Boca Raton, FL 33431

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#### ***ARTICLE VII - MANAGEMENT***

The business and affairs of the Corporation shall be managed by or under the direction of the Board. In addition to the powers and authority expressly conferred upon them by statute or by these Articles of Incorporation or the Bylaws of the Corporation, the Board is hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the Corporation.

#### ***ARTICLE VIII - ELECTION***

Elections of directors need not be by written ballot unless the Bylaws of the Corporation shall so provide.

#### ***ARTICLE IX - DIRECTORS***

The number of directors which constitute the Board shall be no less than one (1) and up to seven (7). The number of directors can be increased or decreased by a vote of the shareholders at any annual or special meeting. In addition, in the event there are more than three directors on the Board, the shareholders may resolve at any annual or special meeting to establish staggered terms for the directors to hold office for three (3) years. Each director, including a director elected to fill a vacancy shall hold office until the expiration of the term for which elected and until such director's successor is elected and qualified or until such director's earlier death, resignation or removal. In the event the shareholders vote to establish staggered terms for the directors, the Board shall have the power to make any adjustments reasonably required to maintain a staggered Board.

#### ***ARTICLE X - BYLAWS***

The Board is expressly empowered to adopt, amend or repeal any of the Bylaws of the Corporation. Any adoption, amendment or repeal of the Bylaws of the Corporation by the Board shall require the approval of a majority of the Board.

#### ***ARTICLE XI - RIGHT TO AMEND OR REPEAL***

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation in the manner prescribed by the laws of the State of Florida and all rights conferred upon shareholders are granted subject to this reservation; provided, however, that, notwithstanding any other provision of these Articles of Incorporation, or any provision of law that might otherwise permit a lesser vote or no vote, but in addition to any vote of the shareholders of this Corporation required by law or by these Articles of Incorporation, the affirmative vote of a majority of the voting power of the Corporation's issued and outstanding Common Stock shall be required to amend or repeal this Article XI, and Article IV, Article IX or Article X of these Articles of Incorporation.

#### ***ARTICLE XII - PERPETUAL EXISTENCE***

The Corporation is to have perpetual existence.

#### ***ARTICLE XIII - REGISTERED AGENT***

The name and address of the Registered Agent is:

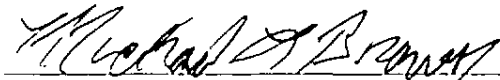
Michael L. Brown  
4520 NW 5<sup>th</sup> Ave  
Boca Raton, FL 33431

#### ***ARTICLE XIV - INCORPORATOR***

The name and address of the Incorporator is:

Michael L. Brown  
4520 NW 5<sup>th</sup> Ave  
Boca Raton, FL 33431

The undersigned has executed these Articles of Incorporation this 5<sup>th</sup> day of February, 2025.

  
\_\_\_\_\_  
Michael L. Brown, Incorporator

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