

C. Ted French

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FILED
01 SEP 17 AM 11:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

No 1000006678

September 12, 2001

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

900004594499--9
-09/17/01--01073--019
*****87.50 *****87.50

Re: 4th Florida Company K, Inc.

Enclosed are an original and one (1) copy of the Articles of Incorporation for 4th Florida Company K, Inc. and a check in the amount of \$87.50 to cover filing fee and costs. Please file and return certified copy of Articles of Incorporation and a Certificate of Status in the envelope provided.

Should you have questions or comments, please do not hesitate to contact me.

Very truly yours,

Ted

C. Ted French

CTF/jr

Enclosures

D. BROWN SEP 20 2001

ARTICLES OF INCORPORATION
OF
4th FLORIDA COMPANY K, INC.
A CORPORATION NOT FOR PROFIT
UNDER CHAPTER 617 OF THE FLORIDA STATUTES

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under Chapter 617 of the Florida Statutes, now hereby certify:

1. **NAME:** The name of the corporation is 4th FLORIDA COMPANY K, INC.
3663 Bee Ridge Road, Sarasota, Florida 34233
2. **PURPOSE:** The purpose for which the corporation is to be formed is scientific, educational and charitable purpose within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1954, and in that connection, to preserve the memory of certain historic events, to take and hold by bequest, devise, gift, grant, purchase, lease or otherwise any property, real, personal, tangible or intangible, or any undivided interest therein, without limitation as to amount or value; to sell, convey, or otherwise dispose of any such property and to invest, or deal with or deal with the principle or the income thereof in such manner as, in judgement of the directors, will best promote the purpose of the corporation without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, this Certificate of Incorporation, the Bylaws of the corporation, or any laws applicable thereto. Notwithstanding any other provisions contained herein, the

corporation shall carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income taxes under Section 50(c)(6) of the Internal Revenue Code of 1954 or any corresponding provisions of future United States Internal Revenue law; or (b) a corporation to which contributions are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any corresponding provision of any future United States Internal Revenue law.

3. **QUALIFICATION OF MEMBERS:** The members of this corporation shall consist of all persons hereinafter named as subscribers; and any individual interested in the purpose and work of the corporation, upon approval by the membership committee and the Board of Directors and payment of membership dues, shall become a member of the corporation. Membership classification and fees shall be established by the Board of Directors. Each member shall have the privilege of voting and participating in meetings of members.

4. **DURATION:** The period of duration of the corporation shall be perpetual.

5. **SUBSCRIBERS:** The names and addresses of all the subscribers are:
James Permane, 2105 51st Avenue West, Bradenton, Florida 34207
Bruce Webb, 208 43rd Street Boulevard NE, Bradenton, Florida 34208
Dale Beremand, 306 37th Avenue West, Bradenton, Florida 34205

6. **DIRECTORS:** The affairs of the corporation shall be managed by a Board of Directors consisting of not less than three (3), nor more than fifteen (15) directors. The Board of Directors shall be elected by the

voting members of the corporation at their annual meeting pursuant to procedures set forth in the Bylaws. The names and addresses of the directors who shall serve until the first election or appointment under the Bylaws shall be:

James Permane, 2105 51st Avenue West, Bradenton, Florida 34207

Bruce Webb, 208 43rd Street Boulevard NE, Bradenton, Florida 34208

Dale Beremand, 306 37th Avenue West, Bradenton, Florida 34205

7. **OFFICERS:** The Board of Directors shall be governed by a President, Vice President of Financial Development, Vice President of Facilities, and Vice President of Programs, Treasurer, Secretary, and such officers which may be established by the Bylaws of the corporation. The officers shall be elected by the Directors at their annual meeting in accordance with the Bylaws. The names of said officers who are to serve until the first election or appointment under the Articles of Incorporation are:

President, James Permane

Vice President Dale Beremand

Secretary, Treasurer Bruce Webb

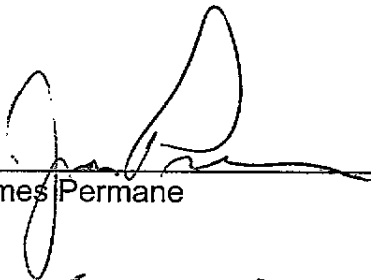
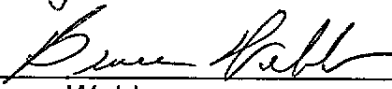
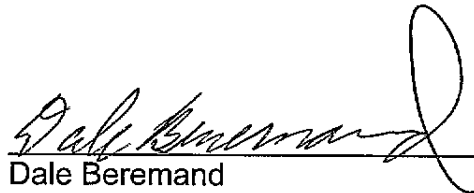
8. **BYLAWS:** The Bylaws of the corporation shall be made, amended or recinded by the Board of Directors, as provided in the Bylaws and only after notice of the proposed change in the Bylaws has been given to each member of the Board of Directors at least twenty-one (21) days prior to the meeting at which it is proposed to amend or recind the Bylaws. Such actions shall obtain upon a two-thirds (2/3) vote of those members present

at any regular or special meeting called for such purpose.

9. **AMENDMENTS TO ARTICLES:** These Articles of Incorporation may be amended at a regular or any special meeting of the membership called for that purpose upon at least three weeks prior notice and upon two-thirds (2/3) vote of those present.
10. **ADDRESS:** The address of the initial registered office is 3663 Bee Ridge Road, Sarasota, Florida 34233. The name of the initial registered agent of the corporation is Barbara Harty-Golder, M.D., J.D.
11. **INCOME AND DISTRIBUTION:** No part of the income of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes). In the event of the dissolution of the corporation, no member shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the corporation from any source, after the payment of all debts and obligations, shall be distributed to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954, or any corresponding sections of any prior or future law, or to the federal state or local government for exclusive public purpose.
12. **PROHIBITED ACTIVITIES:** No part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to

influence legislation, or participate in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation except from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law, or (b) a corporation contributions to which are deductible under 170(c)(2) of the Internal Revenue Code of 1954 of any other corresponding provision of any future United States Internal Revenue Law.

IN WITNESS WHEREOF, we, the undersigned, all being upwards of eighteen
(18) years of age, have subscribed our names hereto This 12 day of
April, 2001.


James Permane
Bruce Webb
Dale Beremand

STATE OF FLORIDA

COUNTY OF Sarasota

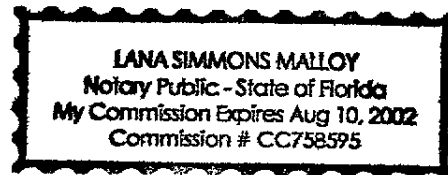
)
ss.:

I HEREBY CERTIFY, that on this day, personally appeared before me, an officer duly authorized to take acknowledgments, DALE BEREMAND, to me known to be the person described in and who signed the foregoing Articles of Incorporation and acknowledged before me that he executed same.

WITNESS my hand and official seal in the County and State aforesaid, this 12th day of April, 2001.

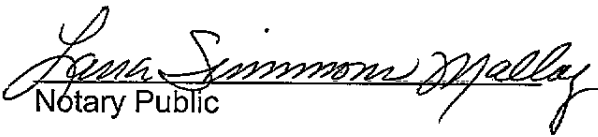
Lana Simmons Malloy
Notary Public

My commission expires:

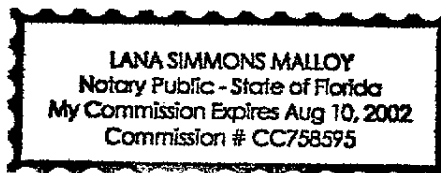


I HEREBY CERTIFY, that on this day, personally appeared before me, an officer duly authorized to take acknowledgments, JAMES PERMANE, to me known to be the person described in and who signed the foregoing Articles of Incorporation and acknowledged before me that he executed same.

WITNESS my hand and official seal in the County and State aforesaid, this _____
12 day of April, 2001.

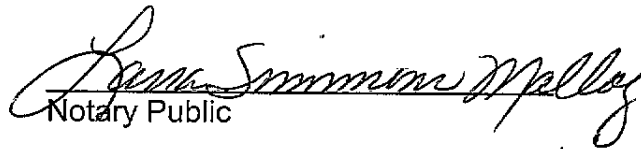

Notary Public

My commission expires:

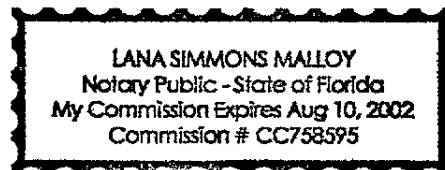


I HEREBY CERTIFY, that on this day, personally appeared before me, an officer duly authorized to take acknowledgments, BRUCE WEBB, to me known to be the person described in and who signed the foregoing Articles of Incorporation and acknowledged before me that he executed same.

WITNESS my hand and official seal in the County and State aforesaid, this _____
12 day of April, 2001.


Notary Public

My commission expires:

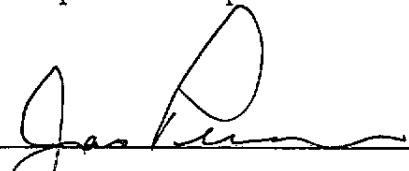


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENCY UPON
WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE with Section 48.091, Florida Statutes, the following is submitted:

FIRST -- That 4th FLORIDA COMPANY K, INC.,

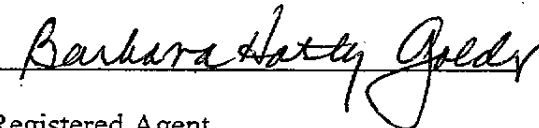
Desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at city of Sarasota, State of Florida, has named Barbara Harty-Golder, M.D., J.D., 3663 Bee Ridge Road, Sarasota, Florida 34233 as its agent to accept service of process within Florida.



Title: President

Date: 5/18/01

Having been named to accept service of process for the above-stated corporation, at the place designated in this certification, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Registered Agent

Date: 5/18/01

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