

**PO0000060826**

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June 15, 2000

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: Stephens Institute, Inc.  
Articles of Incorporation  
Our File No. MR-042

100003296101--2  
-06/20/00--01004--019  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir or Madam:

Enclosed herewith the original Articles of Incorporation for the above referenced corporation. Also enclosed is our check for \$78.75 encompassing the filing fee, registered agent fee and certified copy expenses. Please return a certified copy of the Articles of Incorporation to this office in the enclosed self-address stamped envelope.

Thank you for your consideration in this matter.

Sincerely,



Marshall G. Reissman, Esq.

Enclosure

MGR/kg

copy furnished to:  
Kathleen N. Stephens

S. Thompson JUN 22 2000

**ARTICLES OF INCORPORATION  
OF  
STEPHENS INSTITUTE, INC.**

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the state of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be:

**STEPHENS INSTITUTE, INC.**

The address of the principal office of this corporation shall be 4930 Park Boulevard, Suite #8, Pinellas Park, Florida 33781, and the mailing address of the corporation shall be the same.

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country territory or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares common stock having one dollar (\$1.00) par value per share.

**ARTICLE IV. ADDRESS**

The street address of the initial registered office of the corporation shall be 5001 W. Cypress Street, Suite #200, Tampa, Florida 33607, and the name of the initial registered agent of the corporation at that address is Marshall G. Reissman.

**ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI. BOARD OF DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one (1) Director initially. The name and street address of the initial member of the Board of Directors is:

Kathleen N. Stephens

4930 Park Boulevard, Suite #8  
Pinellas Park, Florida 33781

00 JUN 19 PM 3:11  
TALLAHASSEE FLORIDA

ARTICLE VI. INDEMNIFICATION

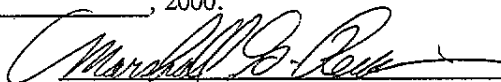
Each director and officer of the corporation now or hereafter serving as such, shall be indemnified by the corporation against any and all claims and liabilities to which he or she has or shall become subject by reason of serving or having served as such director or officer, or by reason of any action alleged to have been taken omitted, or neglected by him or her as such director or officer; and the corporation shall reimburse each such person for all legal expenses reasonably incurred by him or her in connection with any such claim or liability, provided, however, that no such person shall be indemnified against or be reimbursed for any expense incurred in connection with, any claim or liability arising out of his or her own willful misconduct or gross negligence. The right of indemnification herein above provided for shall not be exclusive of any rights to which any director or officer of the corporation may otherwise be entitled by law.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to the Articles of Incorporation is:

Marshall G. Reissman  
Pritchard & Reissman, P.A.  
5001 W. Cypress Street, Suite #200  
Tampa, Florida 33607

IN WITNESS WHEREOF, the undersigned Marshall G. Reissman, has hereunto set his hand and seal, on this 15<sup>th</sup> day of June, 2000.



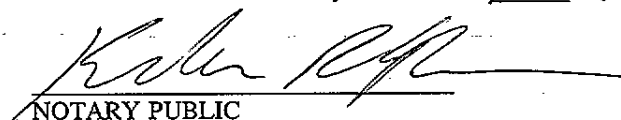
MARSHALL G. REISSMAN, ESQ.  
PRITCHARD & REISSMAN, P.A.  
5001 W. Cypress Street, Suite #200  
Tampa, Florida 33607  
(813) 287-8988  
FBN: 310085


STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

I hereby certify that on this day before me, an officer duly authorized in the above mentioned state and county to take acknowledgments, personally appeared Marshall G. Reissman, known to me to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same.

Witness my hand and official seal in the above-mentioned county and state the 15<sup>th</sup> day of June, 2000.

My Commission Expires  
(Seal)

  
NOTARY PUBLIC

 Kathleen R Gilman  
My Commission CC788934  
Expires November 8, 2002

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED**  
**IN ARTICLES OF INCORPORATION**

Marshall G. Reissman, having a business office identical with the registered office of the corporation named above is familiar with and accepts the duties and responsibilities of the position of the Registered Agent under Section 607.0505., Florida Statutes.

  
MARSHALL G. REISSMAN

**FILED**  
00 JUN 19 PM 3:11  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA