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CCRS  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

CONTACT: CINDY HICKS

DATE: 12/16/99

REF. #: 0174.9575

CORP. NAME: Palace Partners of Sarasota Inc.

000003072480--1  
-12/16/99-01040-003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

- ARTICLES OF INCORPORATION
- ARTICLES OF AMENDMENT
- ARTICLES OF DISSOLUTION
- ANNUAL REPORT
- TRADEMARK/SERVICE MARK
- FICTITIOUS NAME
- FOREIGN QUALIFICATION
- LIMITED PARTNERSHIP
- LIMITED LIABILITY
- REINSTATEMENT
- MERGER
- WITHDRAWAL
- CERTIFICATE OF CANCELLATION
- UCC-1
- UCC-3
- OTHER:

STATE FEES PREPAID WITH CHECK# 60109 FOR \$ 78.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

- CERTIFIED COPY
- CERTIFICATE OF GOOD STANDING
- PLAIN STAMPED COPY
- CERTIFICATE OF STATUS

Examiner's Initials \_\_\_\_\_

T. SMITH DEC 16 1999

FILED  
 99 DEC 16 AM 11:20  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA  
 RECEIVED  
 99 DEC 16 AM 10:39  
 DEPARTMENT OF STATE  
 DIVISION OF CORPORATIONS  
 TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**PALACE PARTNERS OF SARASOTA, INC.**

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

PALACE PARTNERS OF SARASOTA, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is:

1,000 Shares of Common Stock

par value of \$1.00 per share

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE V - PRINCIPAL OFFICE

The address of the principal place of business of this Corporation shall be:

1343 Main Street  
7<sup>th</sup> Floor  
Sarasota, Florida 34236

and, the mailing address of this Corporation shall be:

1343 Main Street  
7<sup>th</sup> Floor  
Sarasota, Florida 34236

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The registered agent and street address of the registered office of this Corporation is:

Steven R. Matzkin	1343 Main Street 7 <sup>th</sup> Floor Sarasota, Florida 34236
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ARTICLE VII - AMENDMENT

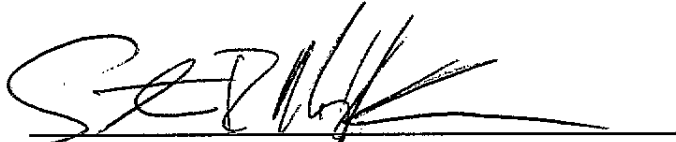
These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE VIII- INCORPORATOR

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

Steven R. Matzkin	1343 Main Street 7 <sup>th</sup> Floor Sarasota, Florida 34236
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The undersigned has executed these Articles this 15<sup>th</sup> day of December 1999.

  
\_\_\_\_\_  
Steven R. Matzkin

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for PALACE PARTNERS OF SARASOTA, INC. at the place designated in the Articles, 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.

12-15-99  
Date

  
\_\_\_\_\_  
Steven R. Matzkin

"REGISTERED AGENT"

FILED  
99 DEC 16 AM 11:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA