

Charter Number Only

Phyllis Hagerty, Inc.

Director's Name
Address
City State ZIP Phone

VALUATION ONLY

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-07/31/97--01070--012
****122.50 ****122.50

CORPORATION(S) NAME

Phyllis Hagerty, Inc.

FILED
97 JUL 31 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Empire Toll Free: 1-800-432-3028

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | | |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> Mail Out |

Name	
Availability	
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Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

Certified copy

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ARTICLES OF INCORPORATION
OF

Phyllis Hageny, Inc.

The undersigned hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of forming a Corporation under the laws of the State of Florida.

ARTICLE 1 - NAME

The name of this corporation is Phyllis Hageny, Inc.

ARTICLE 2 - DURATION

This corporation shall have perpetual existence.

ARTICLE 3 - PURPOSE

This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States or of the State, more specifically set out as follows:

1. To transact any lawful business for which Corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with an auxiliary foregoing business.

2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

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ARTICLE 4 - CAPITAL STOCK

This corporation is authorized to issue one thousand (1000) shares of "no par value" common stock which shall be designated "Common Voting Stock".

ARTICLE 5 - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of the corporation of the same kind, class or series as that which he already hold, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE 6 - INITIAL REGISTERED OFFICE and AGENT

The street address of the initial registered office of this corporation is 5830 NW 38th Terrace, Gainesville FL 32653, and the name of the initial registered agent is Phyllis Hageny. The principal place of business is 1702 W. University Ave, Suite 3 Gainesville FL 32603.

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ARTICLE 7 - INITIAL BOARD OF DIRECTORS

This corporation shall have (1) Directors consisting the initial Board of Directors. The name & address of the Board of Directors shall consist of the following:

Name

Address

Phyllis Hageny

5830 NW 38th Terrace
Gainesville FL 32653

ARTICLE 8 - INCORPORATORS

The name and address of the persona signing these Articles of Incorporation is Phyllis Hageny of 5830 NW 38th Terrace, Gainesville FL 32653.

ARTICLE 9 - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors, and the Shareholders.

ARTICLE 10 - INDEMNIFICATION

This corporation shall indemnify an officer or director or a former officer or director to the fullest extent permitted by law.

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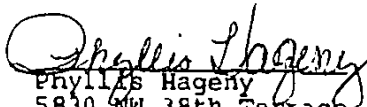
ARTICLE 11 - POWERS

This corporation shall have all the powers enumerated in the Florida General Corporation Act.

ARTICLE 12 - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in the Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

In WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this _____ day of _____, 1997.

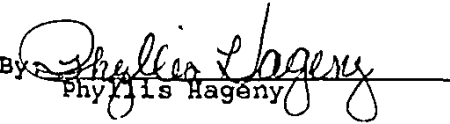

Phyllis Hageny
5830 NW 38th Terrace
Gainesville FL 32653

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ACCEPTANCE BY REGISTERED AGENT

Phyllis Hageny, Inc.

Having been named to accept service of process for the above stated corporation at the place designated, I hereby accept to act in this capacity and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office.

By 
Phyllis Hageny

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