

797 000078021

**KASS HODGES, P.A.**

Sarasota - Tampa  
SOUTHTRUST BANK PLAZA  
1800 SECOND STREET - SUITE 960  
SARASOTA, FLORIDA 34236  
FAX: (941) 953-7625  
(941) 955-7300

Thomas Davrutis  
Stephen A Bennett  
Dennis A. Cohrs  
Robert M. Copen  
Larry M. Foyle  
John M "Jack" Hodges  
Michael Kass  
Richard B McIver  
Jeffrey J. Mouch

Andrew L. Patton  
Thomas K. Scarrino Jr.  
James M. Strules  
Larry E. Solomon  
Neil O. Spector

IN REPLY ADDRESS FIRM AT  
P.O. Box 4137  
SARASOTA, FL 34230

September 4, 1997

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

700002286657--1  
-09/08/97--01035--001  
\*\*\*\*122.50 \*\*\*\*122.50

Re: **Articles of Incorporation**  
**889 Building Corp.**

Gentlemen:

Please find enclosed, the original Articles of Incorporation, and our Designation of Resident Agent, along with copies of each. I also enclose our check in the sum of \$122.50, to cover the costs of the following:

Filing Fee	\$35.00
Certified Copy	\$52.50
Registered Agent Fee	<u>\$35.00</u>
	\$122.50

SEP 9 *BSB*

I would appreciate your forwarding the certified copies to my office upon filing. Thank you for your anticipated cooperation in this matter.

If you have any questions, please contact my office.

Sincerely,

KASS HODGES, P.A.

John M. Hodges, Esquire  
Extension No. 201

JMH/pz

FILED  
SEP - 8 PM 3: 08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF INCORPORATION**  
**OF**

**889 Building Corp.**

**FILED**

**97 SEP -8 PM 3:08**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

I, the undersigned, being the incorporator for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of a corporation for profit.

**ARTICLE I**

The name of the Corporation shall be:

**889 Building Corp.**

**ARTICLE II**

This Corporation is organized for the purpose of any and all lawful businesses for which corporations may be incorporated under the Florida General Corporation Act, and any activity of business permitted under the laws of the United States. The general nature of this Corporation is to operate and carry on legal business and procedures.

**ARTICLE III**

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

**ARTICLE IV**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time shall be seventy-five hundred (7,500) shares of common stock, having a par value of one dollar (\$1.00) per share.

**ARTICLE V**

Every shareholder shall have the right to purchase his pro-rata share of any new stock in this Corporation of the same kind, class or series as that which they already hold at the price at which it is offered to all other shareholders.

**ARTICLE VI**

**CORPORATE EXISTENCE**

This Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE VII**

**PRINCIPAL OFFICE**

The principal place of business of this Corporation shall be:  
889 N. Washington Boulevard, Sarasota, Florida 34236.

**ARTICLE VIII**

**NUMBER OF DIRECTORS**

The business of the Corporation shall be conducted by a Board of Directors which shall consist of not less than one (1) not more than five (5) persons, as shall be designated in the By-Laws.

**ARTICLE IX**

**FIRST BOARD OF DIRECTORS**

The names and post office addresses of the members of the First Board of Directors who shall hold office until the annual meeting of the stockholders to be held in the year 1997, and until their successors are elected and have qualified, are as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>	<b><u>TITLE</u></b>
John M. Hodges	8201 Midnight Pass Road Sarasota, FL 34242	President/Treasurer
Thomas L. Avrutis	1210 Cornish Court Sarasota, FL 34232	Vice-President/Secretary

**ARTICLE X**

**INCORPORATORS**

The name and post office address of each incorporator to this Certificate of Incorporation is as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>	<b><u>TITLE</u></b>
John M. Hodges	8201 Midnight Pass Road Sarasota, FL 34242	President/Treasurer
Thomas L. Avrutis	1210 Cornish Court Sarasota, FL 34232	Vice-President/Secretary

**ARTICLE XI**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is

**889 N. Washington Boulevard, Sarasota, FL 34232**

and the name of the initial registered agent of this corporation and address is John M. Hodges,

**ARTICLE XII**

**SPECIAL PROVISIONS**

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in the Certificate of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholder herein is granted subject to this reservation.

**IN WITNESS WHEREOF**, we, the undersigned, being the original incorporators herein named, have hereunto set my hand and seal this 5<sup>th</sup> day of September, 1997.

  
\_\_\_\_\_  
**JOHN M. HODGES**

  
\_\_\_\_\_  
**THOMAS L. AVRUTIS**

STATE OF FLORIDA )

COUNTY OF SARASOTA )

I HEREBY CERTIFY that on this 5<sup>th</sup> day of September, 1997  
personally appeared be me, the undersigned authority:

**JOHN M. HODGES**

to me well known and known to me to be the person described in and who  
acknowledged to me that she executed the foregoing Certificate of Incorporation as  
her free act and deed for the uses and purposes therein set forth and expressed.

I WITNESS WHEREOF, I have hereunto set my hand and affixed my Official  
Seal, on the date last above written.

Patricia A. Zizak Notary Public, Commission No. \_\_\_\_\_

\_\_\_\_\_  
Name of Notary, typed or stamped.

(SEAL ABOVE)



STATE OF FLORIDA )

COUNTY OF SARASOTA )

**I HEREBY CERTIFY** that on this 5<sup>th</sup> day of September, 1997  
personally appeared before me, the undersigned authority:

**THOMAS L. AVRUTIS**

to me well known and known to me to be the person described in and who  
acknowledged to me that she executed the foregoing Certificate of Incorporation as  
her free act and deed for the uses and purposes therein set forth and expressed.

**I WITNESS WHEREOF**, I have hereunto set my hand and affixed my Official  
Seal, on the date last above written.

Patricia A. Zizak Notary Public, Commission No. \_\_\_\_\_

\_\_\_\_\_  
Name of Notary, typed or stamped.

(SEAL ABOVE)



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

In pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First - That desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 899 N. Washington Boulevard, Sarasota, County of Sarasota, State of Florida, has named **JOHN M. HODGES**, Sarasota, County of Sarasota, State of Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

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

BY: \_\_\_\_\_

JOHN M. HODGES

DATED: \_\_\_\_\_

9/5/97

JMH/pz

FILED  
97 SEP 8 PM 3:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA