

**N95000001875**

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**ARTICLES OF INCORPORATION  
OF  
SERGIO HOUSE, INC.**

**A CORPORATION NOT FOR PROFIT**

Pursuant to the requirements of Section 617.0202 of the Florida Statutes, the undersigned hereby makes and subscribes the following Articles of Incorporation for the purpose of forming a Florida Corporation Not For Profit:

**ARTICLE I  
NAME OF CORPORATION**

The name of the corporation is **SERGIO HOUSE, INC.**, hereafter called the "Corporation".

**ARTICLE II  
PRINCIPAL OFFICE**

The initial principal office and mailing address of the Corporation shall be located at 11780 U. S. Highway One, Suite 300, North Palm Beach, Florida 33408.

**ARTICLE III  
PURPOSES**

The Corporation is established to provide shelter and housing to battered women.

In promoting the foregoing aims, the Corporation shall be authorized to engage in such other activities as may be beneficial to its membership, recognizing that the specific purposes set forth herein shall not restrict the Corporation in fulfilling its primary purpose as set forth herein.

**ARTICLE IV  
BOARD OF DIRECTORS**

The persons constituting the first Board of Directors shall be appointed by the Incorporator. Thereafter, the method of election of Directors shall be as provided in the Bylaws adopted by the Board of Directors. The Bylaws may also provide for the designation of persons not involved in the management of the Corporation as ex officio or honorary Directors, the manner of their appointment, and their rights and privileges.

Prepared By  
Doris S. Tardif, Fla. Bar No. 761027  
Fleming, Hale, Shaw & Condon, P.A.  
11780 U.S. Highway One, Suite 300  
North Palm Beach, Florida 33408  
(407) 627-1100

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**ARTICLE V  
REGISTERED AGENT AND REGISTERED OFFICE**

FHS Corporate Services, Inc., a Florida corporation whose address is 11780 U.S. Highway One, Suite 300, North Palm Beach, Florida 33408, is hereby appointed the initial registered agent of this Corporation, and its address is designated as the initial registered office of the Corporation.

**ARTICLE VI  
INDEMNIFICATION**

Subject to the limitations imposed by law, every Director, Officer, employee and agent of the Corporation will be indemnified by the Corporation against all expenses and liabilities, including attorneys' fees, reasonably incurred by or imposed upon such person in connection with any proceeding to which he or she may be a party or in which he or she may become involved as a representative of the Corporation or by reason of any act undertaken by such person within his or her scope of authority on behalf of the Corporation, whether or not such person is a Director, Officer, employee or agent at the time such liabilities are incurred. The Board of Directors shall have the right to determine appropriate procedures for implementation of such indemnification rights in the Bylaws and in any specific contracts with prospective Officers, employees or agents.

**ARTICLE VII  
TERM OF EXISTENCE**

The term of existence of the Corporation shall be perpetual.

**ARTICLE VIII  
AMENDMENTS**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors and Officers are subject to this reservation. The Board of Directors shall have the sole authority to amend these Articles of Incorporation in accordance with such procedures as may be set forth in the Bylaws, and the Members shall not be entitled to amend these Articles without action of the Board of Directors.

**ARTICLE IX  
EFFECTIVE DATE**

The effective date of these Articles of Incorporation shall be the date of execution of these Articles of Incorporation by the undersigned, provided that these

Prepared By  
Owen S. Tamm, Fla. Bar No. 766697  
Fleming, Hulse, Shaw & Ounditch, P.A.  
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(407) 627-8100

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Articles are filed with the Secretary of State of the State of Florida within the time allowed by Section 617.0203(1) of the Florida Statutes.

**ARTICLE X  
INCORPORATOR**

The name of the Sole Incorporator of the Corporation is Oren S. Tasini and his address is 11780 U. S. Highway One, Suite 300, North Palm Beach, Florida 33408.

IN WITNESS WHEREOF, the undersigned Incorporator has herunto set his hand this 19th day of April, 1995.

Oren S. Tasini  
Oren S. Tasini, Incorporator

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts its appointment pursuant to Section 617.0501 of the Florida Statutes as Registered Agent of SERGIO HOUSE, INC., a Corporation Not For Profit, which is contained in the foregoing Articles of Incorporation. The undersigned is familiar with, and accepts, the obligations of that position.

DATED this 19th day of April, 1995.

FHS CORPORATE SERVICES, INC.  
a Florida corporation

By: Oren S. Tasini  
Oren S. Tasini, its  
Assistant Secretary

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TALLAHASSEE, FLORIDA

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