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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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From:

Account Name : HUMPHREY & KNOTT, P.A.
Account Number : 072100000455
Phone : (941) 334-2722
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FLORIDA PROFTT CORPORATION OR P.A.

Uttley Assets, Inc.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION

OF

UTTLEY ASSETS, INC.

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The undersigned incorporators to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I.

NAME: The name of this corporation shall be Uttley Assets, Inc.

ARTICLE II.

ADDRESS: The mailing address of this corporation is 4048 Evans Avenue, Suite 304, Fort Myers, FL 33901.

ARTICLE III.

NATURE OF BUSINESS: This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV.

CAPITAL STOCK: This corporation is authorized to issue three thousand (3,000) shares of par value common stock at a par value of \$.01 per share of common stock

ARTICLE V.

TERM OF EXISTENCE: This corporation shall have perpetual existence.

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ARTICLE VI.

INITIAL REGISTERED AGENT AND OFFICE: The name and street address of the initial registered agent and office of this corporation are: George H. Knott, Esq., Humphrey & Knott, P.A., 1625 Hendry Street, Suite 301, Fort Myers, Florida 33901.

ARTICLE VII.

DIRECTORS: The initial Board of Directors shall consist of three (3) members, who need not be residents of the State of Florida or shareholders of the corporation.

ARTICLE VIII.

INITIAL DIRECTORS: The names and addresses of the initial directors who shall hold office for the first year of existence of the corporation or until their successors have been elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Frederick W. Schaerf, M.D.	1051 Sumica Drive Fort Myers, FL 33919-2621
Donald D. Pollock, M.D.	10135 Gate Parkway North Apt. 1309 Jacksonville, FL 32246
Raymond A. Johnson, M.D.	1263 Masanabo Lane Fort Myers, FL 33919

ARTICLE IX.

INCORPORATORS: The name and address of the incorporator to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Frederick W. Schaerf, M.D.	1051 Sumica Drive Fort Myers, FL 33919-2621

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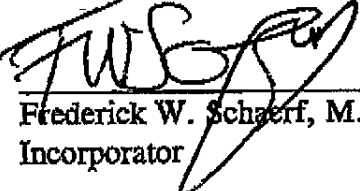
ARTICLE X.

EFFECTIVE DATE: These Articles of Incorporation shall be effective upon approval by the Secretary of State of the State of Florida.

ARTICLE XI.

AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved 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, unless all of the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

The undersigned incorporator has executed this Articles of Incorporation this 14th day of February, 2000.



Frederick W. Schaefer, M.D.
Incorporator


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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Uttley Assets, Inc. at the place designated in the Articles of Incorporation, George H. Knott, Esq., Humphrey & Knott, P.A., 1625 Hendry Street, Suite 301, Fort Myers, Florida 33901, agrees to act in this capacity and agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and accepts the duties and obligations of Section 607.0505, Florida Statutes.

Dated: February 14, 2000



 George H. Knott, Esq.
 Humphrey & Knott, P.A.

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