

P0000000 29456

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H00000012805 8)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

MID-LIFE VENTURES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 22 PM 12:30

Electronic Filing Menu

Corporate Filing

Public Access Help

B. McKnight

MAR 23 2000

3/22/00 11:45 AM

**ARTICLES OF INCORPORATION
OF**

MID-LIFE VENTURES, INC.

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida as follows:

**ARTICLE I
Name and Address**

The name of this Corporation is: MID-LIFE VENTURES, INC.

The mailing address of the Corporation is: 640 Luisa Lane #2,
Naples, FL 34104

**ARTICLE II
Term of Existence**

This Corporation shall have perpetual existence, commencing on the 22nd day of March 2000.

ARTICLE III

Purpose

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Powers

The Corporation shall have the power:

- (a) To have perpetual succession by its corporate name.
- (b) To sue and be sued, complain, and defend its corporate name in all actions or proceedings.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 22 PM 12:30

- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manor reproduced.
- (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (e) To sell convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- (f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.
- (g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or government, state territory, government district, or municipality or of any instrumentally thereof.
- (h) To make contracts and guaranties and incur liabilities, borrow money at such rates of interest as the Corporation may determine,
- (i) Issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.
- (j) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

- (k) To conduct its business, carry on its operations, and have officers and exercise the powers granted by the Florida General Corporation Act within or without the State of Florida.
- (l) To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation.
- (m) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of this state, for the administration and regulation of the affairs of the Corporation.
- (n) To make donations for the public welfare or for charitable, scientific or educational purposes.
- (o) To transact any lawful business, which the board of Directors shall find, will be in aid of governmental policy.
- (p) To pay pensions and establish and carry out pension plans, profit sharing plans, stock bonus plans, stock options plans, retirement plans, benefit plans and other incentive and compensation plans for any or all of its directors, officers, and employees of its subsidiaries.
- (q) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the spouse or children of the shareholder.
- (r) To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust, or other enterprise.
- (s) To have and exercise all powers necessary or convenient to affect its purposes.

ARTICLE V

Capital Stock

This Corporation is authorized to issue 7500 shares of NO par value common stock, which shall be designated Common Shares.

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 2918 BUSCH LAKE BLVD., TAMPA, FL 33614 and the name of its registered agent at such address is ROBERT F. COHEN.

ARTICLE VII

Initial Board of Directors

This Corporation shall have 2 director(s) initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are:

<u>Name</u>	<u>Addresses</u>
<u>Diane Blank</u>	<u>640 Luisa Lane #2.</u> <u>Naples, FL 34104</u>
<u>Spencer Blank</u>	<u>640 Luisa Lane #2</u> <u>Naples, FL 34104</u>

ARTICLE VIII

Incorporator

This name and address of the person signing these Articles are:

Name

ROBERT F. COHEN

Address

2918 BUSCH LAKE BLVD.

TAMPA, FL 33614

ARTICLE IX

Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the stockholders of this Corporation.

ARTICLE X

Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 22nd day of March , 2000.

Robert F. Cohen

State of Florida

County of Hillsborough

The foregoing instrument was acknowledged before me this 22nd day of, MARCH 2000, by Robert F. Cohen who is (or are) personally known to me or who has produced _____ as identification and who did (did not) take an oath.



IRMA M. SANABRIA
COMMISSION # CC 664478
EXPIRES AUG 7, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

Irma M. Sanabria

Notary Signature

IRMA M. SANABRIA

Printed Notary Name

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 00 MAR 22 PM 12:30

ACCEPTANCE BY A REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within Corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with provisions of all statutes relative to the proper and complete performance of my duties.

Robert F. Cohen

Dated:

State of Florida

County of Hillsborough

The foregoing instrument was acknowledged before me on this 22nd day of MARCH, 2000, by ROBERT F. COHEN, who is (or are) personally known to me or has produced _____ as identification and who did (did not) take an oath.

Irma M. Sanabia
 Notary Signature

IRMA M. SANABIA
 Printed Notary Name



IRMA M. SANABIA
 COMMISSION # CC 664475
 EXPIRES AUG 7, 2001
 BONDED THRU
 ATLANTIC BONDING CO., INC.