

Division of Corporations

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Florida Department of State
Division of Corporations
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From:

Account Name : MOSLEY, WALLIS & WHITEHEAD, P.A.
Account Number : I19990000009
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DIVISION OF CORPORATIONS
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FLORIDA PROFIT CORPORATION OR P.A.

Riomar of Brevard, Inc.

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Division of Corporations

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**ARTICLES OF INCORPORATION
OF
RIOMAR OF BREVARD, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is RIOMAR OF BREVARD, INC.

ARTICLE II

The existence of the corporation shall begin on the date of filing of these Articles of Incorporation.

ARTICLE III

The street address of the principal office of the Corporation is 100 Rialto Place, Suite 500, Melbourne, Florida 32901.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 100 shares with a par value of \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 100 Rialto Place, Suite 500, Melbourne, FL 32901. The initial registered agent for the Corporation at that address is John H. Sotile.

ARTICLE VI

Mosley, & Wallis, P.A.
Curtis R. Mosley, Esq.
P.O. Box 1210
Melbourne, FL 32902-1210
(321) 984-3842
Facsimile Amlit #: H00000160044
Florida Bar #: 143318

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003

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The initial board of directors shall consist of three (3) members. The names and address of the persons who will serve on the initial board of directors are:

John H. Sottile
100 Rialto Place, Suite 500
Melbourne, FL 32901

Dwight W. Severs
100 Rialto Place, Suite 500
Melbourne, FL 32901

John P. Fazzini
100 Rialto Place, Suite 500
Melbourne, FL 32901

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

CURTIS R. MOSLEY
1221 East New Haven Avenue
Melbourne, Florida 32901

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

Mosley, Wallis & Whitehead, P.A.
Curtis R. Mosley, Esq.
P.O. Box 1210
Melbourne, FL 32902-1210
(407)984-3842
Facsimile Audit #: 3990000137085
Florida Bar #: 143318

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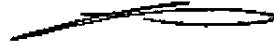
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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this 11th day of January, 2000.



Curtis R. Mosley, Esq.

Mosley, Wallis & Whitehead, P.A.
Curtis R. Mosley, Esq.
P.O. Box 1210
Melbourne, FL 32902-1210
(407) 984-3842
Facsimile Audit #: H00000160044
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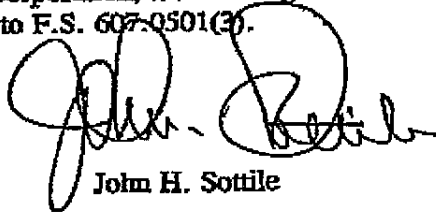
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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for RIOMAR OF BREVARD, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).



John H. Sottile

Date: April 11, 2000

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Mosley, Wallis & Whitehead, P.A.
Curtis R. Mosley, Esq.
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