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CORPORATION NAME(S) & DOCUM	MENT NUMBER(S), (if known):
1. The Place of (Corporation Name)	+ Vero Beach, Drc (Document#)
2(Corporation Name)	(Document #)  (Document #)  API
3. (Corporation Name)	(Document #)  (Document #)  (Document #)  (Document #)  (Document #)
4. (Corporation Name)	*(Document #)
Walk in Pick up time Mail out Will wait	Certified Copy  Certificate of Status
NEW FILINGS  Profit Not for Profit Limited Liability Domestication Other	AMENDMENTS 20003380102—5 -09/01/0001046001 *****78.75 *****78.75  Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger
OTHER FILINGS  Annual Report Fictitious Name	REGISTRATION/QUALIFICATION  Foreign Limited Partnership Reinstatement Trademark Other
CR2E031(7/97)	Examiner's Initials

# ARTICLES OF INCORPORATION OF THE PLACE AT VERO BEACH, INC.

## <u>ARTICLE I - NAME</u>

The name of this Corporation is THE PLACE AT VERO BEACH, INC., and its address is 3855 Indian River Boulevard, Vero Beach, Florida 32960.

## **ARTICLE II - DURATION**

This Corporation shall have perpetual existence.

## ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

#### ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of one penny (\$.01) par value common stock, which shall be designated "Common Shares."

## ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is CORPORATION COMPANY OF MIAMI, and its address is 201 South Biscayne Boulevard, 1500 Miami Center, Miami, Florida 33131.

## ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Director of this Corporation are as follows:

<u>NAME</u>

<u>ADDRESS</u>

Steve Strawn

3855 Indian River Boulevard Vero Beach, FL 32960

## ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

## ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

#### ARTICLE IX - INCORPORATOR

The name of the person signing these Articles is Roger Friedbauer and his address is c/o Shutts & Bowen, 1500 Miami Center, 201 South Biscayne Boulevard, Miami, Florida 33131.

## ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this

31st day of August, 2000.

Roger Friedbauer, Incorporator

## ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF THE DUTIES OF REGISTERED AGENT.

DATED THIS 31st DAY OF AUGUST, 2000.

CORPORATION COMPANY OF MIAMI

Lalaine A. Landau, Assistant Secretary

For Corporation Company of Miami

(Registered Agent)

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