

CCRS
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

PO1000022406

CONTACT: CINDY HICKS

DATE: 3-2-01

REF. #: 0164

CORP. NAME: Fountainhead Phase II Inc

EFFECTIVE DATE
03/01/01

- ☒ ARTICLES OF INCORPORATION
☐ ANNUAL REPORT
☐ FOREIGN QUALIFICATION
☐ REINSTATEMENT
☐ CERTIFICATE OF CANCELLATION
☐ OTHER:
- ☒ ARTICLES OF AMENDMENT
☐ TRADEMARK/SERVICE MARK
☐ LIMITED PARTNERSHIP
☐ MERGER
- ☐ ARTICLES OF DISSOLUTION
☐ FICTITIOUS NAME
☐ LIMITED LIABILITY
☐ WITHDRAWAL
☐ UCC-1
- SECRETARY OF STATE
TALLAHASSEE, FL 32301
MAR - 2 PM 5:54
FILED

9900003795713--8
-03/02/01--01028--017
*****78.75 *****78.75

STATE FEES PREPAID WITH CHECK# 10303 FOR \$ 78.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$

PLEASE RETURN:

- ☒ CERTIFIED COPY
☐ CERTIFICATE OF STATUS
- ☐ CERTIFICATE OF GOOD STANDING
- ☐ PLAIN STAMPED COPY

Examiner's Initials

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 MAR - 2 AM 11:04
NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

T. SMITH MAR 02 2001

EFFECTIVE DATE
03/01/01

**ARTICLES OF INCORPORATION
OF
FOUNTAINHEAD PHASE II, INC.**

The undersigned, being above the age of eighteen (18) years and competent to contract, for the purpose of organizing a corporation pursuant to the laws of the State of Florida, adopts the following Articles of Incorporation, and agrees and certifies as follows:

ARTICLE I

NAME

The name of this Corporation shall be **Fountainhead Phase II, Inc.**, and its principal place of business shall be located at 1860 Jessica Court, Winter Park, Florida 32789.

ARTICLE II

COMMENCEMENT OF CORPORATE EXISTENCE

This Corporation shall commence corporate existence on the date these Articles of Incorporation are signed by the incorporator, and shall have perpetual existence unless sooner dissolved according to law, and the Bylaws adopted pursuant to these Articles of Incorporation.

ARTICLE III

GENERAL PURPOSE: GENERAL POWERS

The general purpose of this Corporation shall be the transaction of any and all lawful business. This Corporation shall have all of the powers enumerated in the Florida Business Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law.

FILED
01 MAR -2 PM 1:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE IV
CAPITAL STOCK

1. **Number and Class of Shares Authorized; Par Value.** This Corporation is authorized to issue one thousand (1,000) shares of voting common stock, having One Dollar (\$1.00) par value.

2. **Voting Rights.** The holders of common stock shall possess and exercise exclusive voting rights, and at all meetings of the shareholders each record holder of such stock shall be entitled to one vote for each share held. Shareholders holding common stock shall have no cumulative voting rights in the election of directors for the Corporation.

3. **Consideration for Issuance of Stock.** The Board of Directors of the Corporation may from time to time issue the authorized stock of the Corporation, or any part thereof, for such consideration it deems equivalent to or in excess of the par value thereof. The authorized stock of the Corporation may be paid for, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation at a fair valuation placed on such property or services by the Board of Directors. Future services evidenced by a written agreement shall constitute payment or part payment for the issuance of stock of the Corporation.

4. **No Preemptive Rights.** No shareholder of the Corporation shall have the right (upon the sale for cash or otherwise) to any new stock of the Corporation or of any stock of the Corporation held in its treasury or otherwise (of the same or any other kind, class or series as that which the shareholder already holds) to purchase a pro rata or any other share of such stock at the same price at which it is offered to others, or at any other price.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be located at 1860 Jessica Court, Winter Park, Florida 32789, and the initial registered agent of this Corporation at that address shall be **ANUP K. VASISHT**. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws. The name and street address of the initial director of this Corporation is:

Anup K. Vasisht
1860 Jessica Court
Winter Park, Florida 32789

ARTICLE VII

INCORPORATOR

The name and street address of the person signing these Articles as incorporator is:

Anup K. Vasisht
1860 Jessica Court
Winter Park, Florida 32789

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors.

ARTICLE IX

INDEMNIFICATION

The Corporation shall have all the powers and authority now or hereafter granted or permitted by law with respect to indemnification of directors, officers, employees and agents, and former directors, officers, employees and agents.

ARTICLE X

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI

HEADINGS AND CAPTIONS

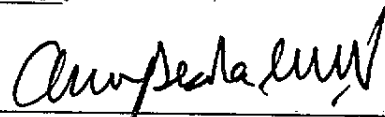
The headings or captions of these various Articles of Incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of said headings or captions.

ARTICLE X

OPERATION OF THE CORPORATION

The number of directors and other operational matters determined by the Board of Directors shall be determined by the Bylaws adopted (and amended from time to time) by the Board of Directors.

IN WITNESS WHEREOF, the undersigned hereby makes and files these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribes thereto this 1st day of March, 2001.



ANUP K. VASISHT (SEAL)

STATE OF FLORIDA

COUNTY OF ORANGE

Sworn to and subscribed before me this 1st day of MARCH, 2001, by ANUP K. VASISHT, who is personally known to me ✓ or who has produced _____ as identification, and did/did not take an oath.

NOTARY PUBLIC - STATE OF FLORIDA
ELIZABETH ANN HEMPHILL
COMMISSION # CC636615
EXPIRES 4/8/2001
BONDED THRU ASA 1-888-NOTARY1


NOTARY PUBLIC, STATE OF FLORIDA
Elizabeth A. Hemphill
(Print, Type or Stamp Commissioned Name of Notary Public)

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR
SERVICE OF PROCESS WITHIN FLORIDA AND
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

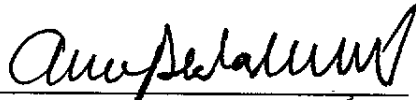
In compliance with Sections 48.091 and 607.0505, Florida Statutes, the following is submitted:

Fountainhead Phase II, Inc. (the "Corporation") desiring to organize as a domestic corporation under the laws of the State of Florida, with its principal place of business at 1860 Jessica Court, Winter Park, Florida 32789, has named and designated **ANUP K. VASISHT** with his office located at 1860 Jessica Court, Winter Park, Florida 32789, as its Registered Agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named as Registered Agent for **Fountainhead Phase II, Inc.** (the "Corporation") at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Section 607.0505, Florida Statutes, as the same may apply to the Corporation; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.


Dated as of this 1st day of March, 2001.


ANUP K. VASISHT
Registered Agent

STATE OF FLORIDA
COUNTY OF ORANGE

Sworn to and subscribed before me this 1st day of MARCH, 2001, by
ANUP K. VASISHT, who is personally known to me ☒ or who has produced _____
_____ as identification,
and did/did not take an oath.

NOTARY PUBLIC - STATE OF FLORIDA
ELIZABETH ANN HEMPHILL
COMMISSION # CC636615
EXPIRES 4/8/2001
BONDED THRU ASA 1-888-NOTARY1


NOTARY PUBLIC, STATE OF FLORIDA
Elizabeth A. Hemphill
(Print, Type or Stamp Commissioned Name of Notary Public)