

PO1000064551

Charter Number Only

6128101

Brenda Hacker

Requestor's Name

1500 N.W. 49th ST #608

Address

Ft. Lauderdale FL, 33309

City

State

ZIP

Phone

5338A

VALIDATION ONLY

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01 JUN 29 PM 1:21

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

CORPORATION(S) NAME

Banyon House, Inc.

RECEIVED  
01 JUN 29 AM 9:23  
DIVISION OF CORPORATION

☒ Profit  
☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

Certified  
Copy

6/29/01

Empire Toll Free: 1-800-432-3028

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**of**  
**Banyon House, Inc.**

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of this corporation is: **Banyon House, Inc.**

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business of this corporation shall be: **843 Blue Ridge Circle, West Palm Beach, Florida 33409.**

**ARTICLE III - DURATION**

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles of Incorporation are filed by the Secretary of State.

**ARTICLE IV - PURPOSE**

The purpose of this corporation is to conduct, operate and manage any lawful business, and to perform other activities incidental and necessary to the operation of such business, in the State of Florida and the United States. The purpose of this corporation also includes the purchase and sale of real and personal property required for the business functions, and to engage in any activities or businesses permitted under the laws of the State of Florida and the United States.

**ARTICLE V - CAPITAL STOCK**

The aggregate number of shares this corporation is authorized to have outstanding at any one time is **7,500 at \$1.00 par value**, all of one class, common stock, which shall be designated "Common Stock". This corporation is not authorized to issue preferred shares.

The shareholders may, by By-Law provision or by shareholder agreement, recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

#### **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered agent of this corporation is: **843 Blue Ridge Circle, West Palm Beach, Florida 33409** and the name of the initial registered agent of this corporation at that address is **STEVEN M. SCHWARTZ**. The Board of Directors may from time to time move the office to any other address in Florida and/or designate another individual to serve as the Registered Agent of this corporation.

#### **ARTICLE VII - INITIAL OFFICERS AND BOARD OF DIRECTORS**

This corporation shall have one (1) officer and director initially. The number of officers and directors may either be increased or decreased from time to time by an amendment of the By-Laws of the corporation, in a manner provided by law, but shall never be less than one (1).

The name and address of the initial officer and director who shall hold office the first year of the corporation's existence or until their successor is elected, is:

Steven M. Schwartz  
843 Blue Ridge Circle  
West Palm Beach, Florida 33409

#### **ARTICLE VIII - INCORPORATOR**

The name and address of the Incorporator to these Articles of Incorporation is:

Steven M. Schwartz  
843 Blue Ridge Circle  
West Palm Beach, Florida 33409

#### **ARTICLE IX - BY-LAWS**

The initial By-Laws of this corporation shall be adopted by the directors. By-Laws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend, or repeal any By-Law adopted by the shareholders if the shareholders specifically provide that such By-Law is not subject to amendment or repeal.

#### **ARTICLE X - COMPENSATION**

The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

#### **ARTICLE XI - MANAGEMENT OF CORPORATION BY BOARD OF DIRECTORS**

All corporate powers shall be exercised by, or under the authority of, and the business and affairs of this corporation shall be managed under, the direction of the Board of Directors of this corporation, or those designated by them.

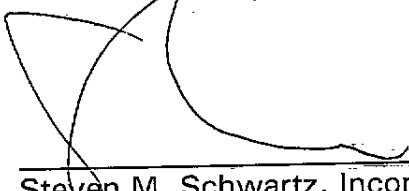
#### **ARTICLE XII - INDEMNIFICATION**

The corporation shall indemnify and hold harmless any officers or directors, and any former officers and directors, from and against any liability, actual and/or potential, including, but not limited to, attorneys fees and court costs, arising from or in connection with their positions as an officer and/or director of this corporation, to the fullest extent permitted by law.

#### **ARTICLE XIII - AMENDMENT**

This corporation reserves the right to amend or repeal any provision(s) contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28 day of June, 2001.

  
Steven M. Schwartz, Incorporator

STATE OF FLORIDA       )  
                                  )ss:  
COUNTY OF BROWARD )

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared **STEVEN M. SCHWARTZ**, who provided me with Michigan Drivers License Number 5632-777-603-089 for identification, or who is to me personally known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 28 day of June, 2001.

  
Notary Public State of Florida

LORI B COOK  
Notary's Printed Name

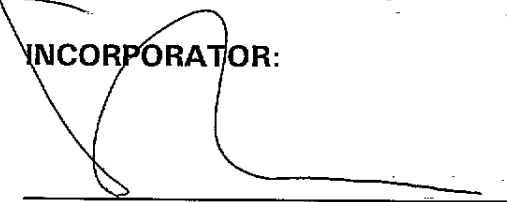
My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

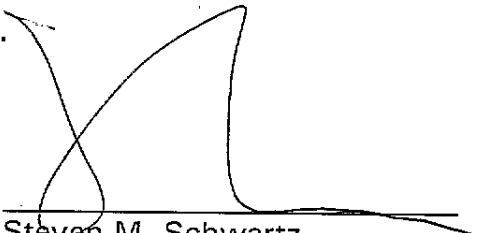
In compliance with Section 48.091, Florida Statutes, the following is submitted: **Banyon House, Inc.**, desiring to organize or qualify under the laws of the State of Florida, with it's principal place of business at West Palm Beach, County of Palm Beach, State of Florida, has named **STEVEN M. SCHWARTZ**, located at: **843 Blue Ridge Circle, West Palm Beach, Florida 33409**, as it's agent to accept service of process within the State of Florida.

**INCORPORATOR:**

  
Steven M. Schwartz

Having been named to accept service of process for the above-referenced corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: 6/28/01

  
Steven M. Schwartz

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