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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 205 -0381

From:

Account Name : JOHN K. MCCLURE, P .A.
Account Number : I20000000201
Phone : (863) 402 -1888
Fax Number : (863) 402 -2436

FLORIDA PROFIT CORPORATION OR P.A.

COVENANT BROTHERS, INC.

OF SEBRING

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$70.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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B. McKnight

AUG 10 2001

ARTICLES OF INCORPORATION

OF

COVENANT BROTHERS OF SEBRING, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I.
NAME**

The name of this corporation shall be:

COVENANT BROTHERS OF SEBRING, INC.

**ARTICLE II.
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 230 South Commerce Avenue, Sebring, Florida 33870.

**ARTICLE III.
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The address of the initial registered office of the corporation is 230 South Commerce Avenue, and the name of the initial registered agent of the corporation at that office is John K. McClure.

**ARTICLE IV.
DURATION**

The period of this corporation's duration shall be perpetual, or until dissolved on a vote of the shareholders as provided in these articles.

**ARTICLE V.
PURPOSE**

This corporation is organized for the following purposes:

1. To engage in every aspect and phase of the business of investing and reinvesting in real, tangible and intangible property.
2. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

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3. To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind, and description; except that it is not to conduct a banking, safe deposit, trust, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, cooperative association, fraternal benefit society, state fair or exposition.

4. To conduct business, have one or more offices, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.

5. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

6. To purchase the corporate assets of any other corporation and engage in the same or other character of business.

7. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

8. The foregoing clauses shall be construed both as purposes and powers; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of the corporation.

ARTICLE VI CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 6,000 shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be as fixed by the board of directors, and may take the form of services rendered, cash, property, or any other form deemed satisfactory by the board of directors.

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than 75 persons. Stock will be issued and transferred only to (i) natural persons, (ii) estates, or (iii) a trust defined in Section 1361(c)(2) (or its successor section) of the Internal Revenue Code. In addition, no stock shall be issued or transferred to a nonresident alien.

ARTICLE IV. INITIAL CAPITAL

The amount of the capital with which this corporation will begin business shall not be less than five hundred dollars (\$500.00).

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**ARTICLE V.
TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI.
ORIGINAL DIRECTORS**

The corporation is to be managed by a board of directors. The number of directors, constituting the initial board of directors is one, and the name and address of the initial director is:

NAME	ADDRESS
John K. McClure	230 South Commerce Avenue Sebring, Florida 33870

The initial director shall hold office until his successors are elected and qualified as provided in the bylaws. Then the term of office of each director shall be for three years, and until the election and qualification of a successor. The number of directors set forth in these articles of incorporation and constituting the initial board of directors shall be the authorized number of directors until that number is changed by a bylaw duly adopted by the stockholders.

**ARTICLE VII.
DIRECTORS' POWERS**

The board of directors shall have the power to fix or change salaries of the directors and officers, to restrict the transfer of stock by stockholders, to indemnify directors and officers against liability for their good faith acts and omissions, to permit contracts or other transactions between the corporation and one or more of its directors individually or businesses in which one or more of its directors are interested, and to exercise such other powers of the corporation as are not inconsistent with these articles or with any by-laws that may be adopted by the stockholders.

**ARTICLE VIII.
INCORPORATOR**

The name and street address of the incorporator to these articles of incorporation is:

NAME	ADDRESS
John K. McClure	230 South Commerce Avenue Sebring, Florida 33870

The incorporator of these articles of incorporation hereby assigns to this corporation his rights under Section 607, Florida Statutes, to constitute a corporation, and he hereby assigns to those persons designated by the board of directors any rights he may have as a incorporator to acquire any of the capital stock of this corporation, these assignments becoming effective when these articles of incorporation have been filed with and approved by the Secretary of State of Florida, and the filing fee and filing tax paid to that official.

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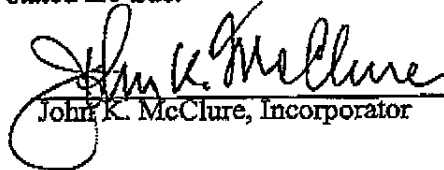
**ARTICLE IX.
AMENDMENTS**

The corporation reserves the right to amend, alter, change or repeal any provision contained in these articles of incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted and subject to this reservation. Each amendment submitted to the stockholders for approval must be approved at a stockholders' meeting by a majority of the stock entitled to vote thereon.

**ARTICLE X.
DISSOLUTION**

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least 75% of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by the shareholder.

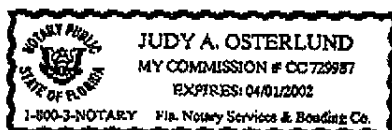
IN WITNESS WHEREOF, the undersigned subscriber, has hereunto set my hand and seal this 2 day of August, for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make and file in the office of the Secretary of State of the State of Florida, these articles of incorporation, and certify that the facts stated are true.



John K. McClure, Incorporator

**STATE OF FLORIDA
COUNTY OF HIGHLANDS**

I HEREBY CERTIFY that on this day, before me, a notary public duly authorized in the state and county named above to take acknowledgments, personally appeared John K. McClure, to me known to be the person described as incorporator in or who produced as identification and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the state and county named above this 2nd day of August, 2001.




Notary Public, State of Florida
Printed Name: _____
Commission No. _____
My commission expires: _____
(affix notarial seal)

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Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.


John K. McClure

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