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COOPER, BYRNE BLUE & SCHWARTZ, LLC  
Requestor's Name

1358 THOMAS WOOD DR.  
Address

TALLAHASSEE, FL 32312 553-4300  
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. STRICTLY BUSINESS OF FLORIDA  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

RECEIVED  
01 SEP 27 PM 3:18  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

- Walk in       Pick up time \_\_\_\_\_       Certified Copy  
 Mail out       Will wait       Photocopy       Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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\*\*\*\*\*87.50 \*\*\*\*\*87.50

J. BRYAN SEP 28 2001

Examiner's Initials	
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**ARTICLES OF INCORPORATION  
OF  
STRICTLY BUSINESS OF SARASOTA, INC.**

The undersigned hereby makes, subscribes, acknowledges, and files this certificate for the purpose of becoming a corporation for profit under the laws of the State of Florida:

ARTICLE I

Name

The name of this Corporation shall be STRICTLY BUSINESS OF SARASOTA, INC.

ARTICLE II

Purpose

This Corporation shall be organized for the purpose of engaging in any business which is lawful under the laws of the State of Florida.

ARTICLE III

Agent

The registered agent of this Corporation shall be D. Andrew Byrne. The address of the registered agent shall be 1358 Thomaswood Drive, Tallahassee, Florida 32312.

ARTICLE IV

Existence

This Corporation shall have perpetual existence.

ARTICLE V

Address

The initial street address of the principal office of this Corporation shall be 6326 Elmwood Avenue, Sarasota, Florida 34231-3817.

ARTICLE VI

Capital Stock

The authorized capital stock of this Corporation shall consist of 1,000,000 shares of voting common stock having a par value of one cent (\$0.01) each.

ARTICLE VII

Preemptive Rights, Cumulative Voting

Holders of the capital stock of the Corporation shall have the preemptive right to purchase new shares of stock or securities, or rights to acquire stock or securities of the Corporation. Cumulative voting shall not be allowed in the election of its directors or for any other purposes.

ARTICLE VIII

Directors

This Corporation shall have no less than one (1) director nor more than seven (7). The Board of Directors of the Corporation shall consist of all of the stockholders (or, if any stockholder is a corporation or other entity, such shareholder's duly authorized representative). The initial director of the Corporation shall be as follows: Phillip Anderson Bagnall Dawson.

ARTICLE IX

Incorporator

The name and address of the Incorporator is: D. Andrew Byrne, 1358 Thomaswood Drive, Tallahassee, Florida 32312.

The Incorporator is serving in such capacity to facilitate the organization of the Corporation and the filing of these Articles of Incorporation. Immediately upon the issuance of any shares of the Corporation's capital stock, the Incorporator shall have no further duties or obligations to the Corporation as its Incorporator.

ARTICLE X

Officers

The officers of the Corporation shall be a president, vice president and a treasurer, and such other officers or agents as may be appointed by the Board of Directors. All officers, agents or employees as may be necessary shall be chosen in such a manner, for such time, and have such duties as may be described by the By-Laws or determined by the Board of Directors. The name of the initial officer is as follows:

Phillip Anderson Bagnall Dawson

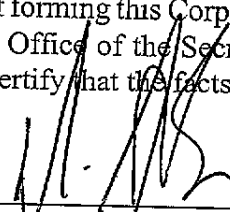
ARTICLE XI

Indemnification

The Corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he is or was incorporator or a director, officer, employee, or agent of the Corporation, or is, or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees, judgments, fines and amounts paid in settlement) actually and reasonably incurred by him in connection with such action, suit or proceeding, including appeals, to the full extent permitted under Chapter 607, Florida Statutes, or its successor statute.

Indemnification as provided hereunder shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of his heirs, executors, administrators and assigns.

IN WITNESS WHEREOF, I, the undersigned Incorporator, hereby set my hand and seal this 27<sup>th</sup> day of September, 2001, 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 the State in the State of Florida the Certificates of Incorporation and certify that the facts herein stated are true.

  
\_\_\_\_\_  
D. Andrew Byrne, Incorporator

STATE OF FLORIDA  
COUNTY OF LEON

BEFORE ME, the undersigned Incorporator, duly authorized to take acknowledgments and administer oaths, personally appeared D. Andrew Byrne, and being first duly sworn and upon his oath, stated that he signed the above Articles of Incorporation for the conditions and purposes therein expressed this 27th day of September, 2001.

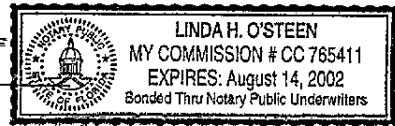


NOTARY PUBLIC - STATE OF FLORIDA

*LINDA H. O'STEEN*

PRINTED NAME OF NOTARY; COMMISSION  
NUMBER AND EXPIRATION OF COMMISSION

Personally known to me  \_\_\_\_\_  
or produced the following identification: \_\_\_\_\_



# CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **STRICTLY BUSINESS OF SARASOTA, INC.**
2. The name and address of the registered agent and office is:

D. Andrew Byrne

(NAME)

1358 Thomaswood Drive

(P.O. BOX NOT ACCEPTABLE)

Tallahassee, Florida 32312

(CITY/STATE/ZIP)

SIGNATURE 

TITLE Incorporator

DATE September 27, 2001

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 

DATE September 27, 2001

REGISTERED AGENT FILING FEE: \$35.00