

# PD1000097845

## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

600004613466--8  
-09/27/01--01042--005  
\*\*\*\*122.50 \*\*\*\*\*78.75

**SUBJECT:** Sleep Disorder Center of Crestview, Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☒ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Rita Benz, Esq.  
Name (Printed or typed)  
914 North Ferdon Blvd.  
Address  
Crestview, Florida 32536  
City, State & Zip  
850/682-3365  
Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

01 OCT -8 PM 2:24

FILED

**NOTE:** Please provide the original and one copy of the articles.

J. Burch OCT 8 2001



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

October 1, 2001

RITA BENZ, ESQ.  
914 NORTH FERDON BLVD  
CRESTVIEW, FL 32536

SUBJECT: SLEEP DISORDER CENTER OF CRESTVIEW, INC.  
Ref. Number: W01000022591

We have received your document for SLEEP DISORDER CENTER OF CRESTVIEW, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch  
Document Specialist  
New Filing Section

Letter Number: 801A00055016

## ARTICLES OF INCORPORATION

We, the undersigned natural persons, of the age of twenty-one years or more, acting as incorporators of a corporation, under the Florida Business Act, adopt the following Articles of Incorporation:

### ARTICLE I - NAME

The name of this Corporation shall be:

Sleep Disorder Center of Crestview, Inc.

### ARTICLE II - DURATION

The period of its duration is perpetual existence pursuant to the laws of the state of Florida.

### ARTICLE III - PURPOSE

The purpose or purposes for which the corporation is organized are:

To engage in any and all business activities or business enterprises permitted under the laws of the United States and the State of Florida, to purchase, sell or hold any and all property, both real and personal, and to engage in any lawful business activity, both foreign and domestic.

### ARTICLE IV - CAPITAL STOCK

The aggregate number of shares the corporation shall have authority to issue is 100 shares of common stock at a par value of \$1.00 per share fully paid and non-assessable.

### ARTICLE V - INITIAL CAPITALIZATION

The corporation shall have an initial capitalization of one hundred dollars (\$100.00).

### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The initial registered address of this corporation shall be:

3010 Windsor Circle, Crestview, Florida 32539

The initial agent, Thomas C. Kelley, located at 3010 Windsor Circle, Crestview, Florida 32539, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

### ARTICLE VII - INITIAL BOARD OF DIRECTORS

Provisions limiting or denying shareholders the preemptive right to acquire additional or treasury shares of the corporation are none.

The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one. By-Laws may provide for increase or change in the number of directors

The names and addresses of the directors constituting the initial Board of Directors are:

FILED  
01 OCT -8 PM 2:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NAME

ADDRESS

Thomas C. Kelley

3010 Windsor Circle  
Crestview, Florida 32539

Ross Leo

5150 South Ferdon Blvd.  
Crestview, Florida 32539

Charles Barniv MD

4520 N. Bristol Court  
Niceville Florida 32578

Bruce G. Witkind

151 Mary Esther Blvd.  
Suite A  
Mary Esther Florida 32569

ARTICLE VIII - CUMULATIVE VOTING

Shareholders of this corporation may vote their stocks cumulatively. Each shareholder shall have the total number of votes, which is equal to the number of shares of stock with voting rights, which such shareholder holds multiplied by the number of directors to be elected.

The shareholder may give all of their votes to one candidate or distribute them among as many candidates as the shareholder may wish.

Notice must be given by any shareholder to the President or Vice President of the Corporation not less than 24 hours prior to the time set for the holding of a shareholder's meeting for the election of directors that such shareholder intends to cumulate his vote at said election.

ARTICLE IX - AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors; proposed by them to the Stockholders; and approved at a Stockholder's meeting by a two-thirds (2/3) vote of those Stockholders present and allowed to vote.

ARTICLE X - INCORPORATOR

The Incorporator of the Corporation is Thomas C. Kelley, and he has agreed to accept the responsibilities that come with this role.

He further swears that he has executed this document for the purposes herein contained.

BY:

Thomas C. Kelley

3010 Windsor Circle  
Crestview, Florida 32539

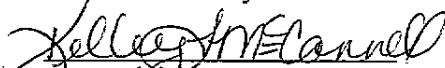
County of Okaloosa )

)ss:

State of Florida )

Appeared Thomas C. Kelley, known to me to be the person whose name is subscribed to the within these Articles of Incorporation, and he acknowledged to me that he executed the same for the purposes therein contained.

WITNESS my hand and official seal this 24<sup>th</sup> day of September, 2001.

  
notary public

my commission expires:



Kelley L. McConnell

My Commission CC888545

Expires November 16, 2003

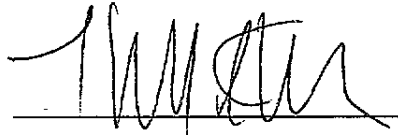
ACCEPTANCE OF REGISTERED AGENT

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

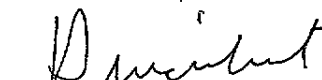
In compliance with Florida Statutes Section 48.091 the following is submitted:

FIRST -- That Sleep Disorder Center of Crestview Inc. desiring, to organize or qualify under the laws of the State of Florida, with its principle place of business, as indicated in the Articles of Incorporation in the City of Crestview, State of Florida. That Sleep Disorder Center of Crestview Inc. has named, Thomas C. Kelley, located at 3010 Windsor Circle, Crestview, 32539, State of Florida, as its agent to accept service of process within Florida.

SIGNATURE



TITLE

  
Incorporator

DATE

9-24-01

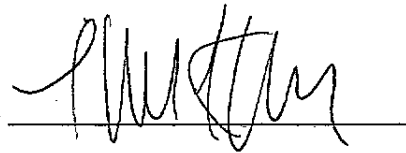
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

01 OCT - 8 PM 2:24

FILED

Having been named to accept service of process for the above stated 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.

SIGNATURE



DATE

9-24-01