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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 OCT 17 AM 10:09

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

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*****87.50 *****87.50

SUBJECT: HIGHLANDS VENDING, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: R. DANIEL KOPPEN
Name (Printed or typed)

1025 SOUTH (OLD) DIXIE HIGHWAY
Address

DELRAY BEACH, FLORIDA 33483
City, State & Zip

561-279-9872
Daytime Telephone number

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

Paul 5
10-18-02

**ARTICLES OF INCORPORATION
OF**

HIGHLANDS VENDING, INC.

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TALLAHASSEE, FLORIDA

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ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this corporation is HIGHLANDS VENDING, INC. and its principal place of business shall be located at 2804 BRIARWOOD LANE, SEBRING, FLORIDA 33875.

ARTICLE II - DURATION

This corporation shall have perpetual existence. Per F.S. § 607.0203(1).

ARTICLE III - PURPOSE

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all things with any and all powers to the same extent as natural persons might or could do and specifically the corporation may engage in any activity or business permitted under the laws of the State of Florida, including, but not limited to the management of adult day care facilities.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares of common stock at (\$1.00) par value, which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1025 SOUTH (OLD) DIXIE HIGHWAY, DELRAY BEACH, FLORIDA 33873, and the name of the initial registered agent of this corporation at that address is R. DANIEL KOPPEN.

ARTICLE VII - DIRECTORS

Initially, this corporation shall have TWO (2) Directors who shall serve until their successors shall be elected/appointed at the first meeting of the stockholders. The number of Directors may be either increased or decreased from time to time by the Bylaws. The names and addresses of the initial directors are as follows:

<u>Name</u>	<u>Address</u>
JAMES P. EGAN(P/D)	2804 BRIARWOOD LANE SEBRING, FLORIDA 33875
R. DANIEL KOPPEN (VP/D)	1025 SOUTH (OLD) DIXIE DELRAY BEACH, FLORIDA 33483
R. DANIEL KOPPEN (SEC)	1025 SOUTH (OLD) DIXIE DELRAY BEACH, FLORIDA 33483
JAMES P. EGAN (TREA)	2804 BRIARWOOD LANE SEBRING, FLORIDA 33875

ARTICLE VIII - OFFICERS

The names and addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

<u>Name</u>	<u>Address</u>
JAMES P. EGAN President	SAME AS ABOVE
R. DANIEL KOPPEN Vice President	SAME AS ABOVE
R. DANIEL KOPPEN Secretary	SAME AS ABOVE
JAMES P. EGAN Treasurer	SAME AS ABOVE

ARTICLE IX - INCORPORATOR

The name and address of the Incorporators signing these articles are:

Name
JAMES P. EGAN(P/D)

Address
2804 BRIARWOOD LANE
SEBRING, FLORIDA 33875

R. DANIEL KOPPEN (VP/D)

1025 SOUTH (OLD) DIXIE
DELRAY BEACH, FLORIDA 33483

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided §607.0831, Florida Statutes (1990).

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator(s) have executed these Articles of Incorporation on the date of signing.

Dated: 10/16, 2002.

By 
Printed Name: JAMES P. EGAN
Incorporator

BY: 
Printed Name: R. DANIEL KOPPEN
Incorporator

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

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TALLAHASSEE, FLORIDA

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

02 OCT 17 AM 10:09

First, that {name of corporation} HIGHLANDS VENDING, INC. desiring to organize or qualify under the laws of the State of Florida, has named R. DANIEL KOPPEN, located at 1025 SOUTH (OLD) DIXIE HIGHWAY, DELRAY BEACH, FLORIDA 33483, as its agent to accept service of process within Florida.

Dated: 10/16, 2002

By: *R. Daniel Koppen*
Printed Name: R. DANIEL KOPPEN
Incorporator

By: *J. P. Egan*
Printed Name: JAMES P. EGAN
Incorporator

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

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 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.

Dated: 10/16, 2002

By: *R. Daniel Koppen*
Printed Name: R. DANIEL KOPPEN
Registered Agent