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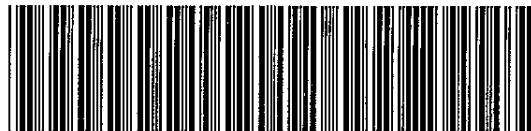
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

02 DEC 24 PM 12:52 RECEIVED

02 DEC 16 AM 10:00

STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE  
Jim Smith  
Secretary of State

December 16, 2002

UCC FILING & SEARCH SERVICES INC.  
526 EAST PARK AVENUE  
TALLAHASSEE, FL 32301

SUBJECT: NEAL'S PROPERTY MANAGEMENT, INC.  
Ref. Number: W02000035109

We have received your document for NEAL'S PROPERTY MANAGEMENT, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as incorporator in the document and the person signing as incorporator must be the same.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

An effective date may be added to the Articles of Incorporation **if a 2003 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

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) 245-6973.

Claretha Golden  
Document Specialist  
New Filings Section

Letter Number: 902A00066207

**ARTICLES OF INCORPORATION**  
**OF**  
**NEAL'S AT SARASOTA PROPERTY MANAGEMENT, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 DEC 24 PM 12:52

The undersigned, for the purpose of forming and organizing a corporation for profit under the provisions of the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of the corporation is NEAL'S AT SARASOTA PROPERTY MANAGEMENT, INC.

**ARTICLE II - PURPOSE**

The corporation is authorized to conduct any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III - PRINCIPAL OFFICE**

The principal place of business and the mailing address of the corporation shall be 2497 Twin Drive, Sarasota, FL 34234.

**ARTICLE IV - CAPITAL STOCK**

The corporation is authorized to issue 1,000 shares of common stock having a par value of \$1.00. Each share of common stock shall entitle the holder thereof to one vote on each matter considered at any stockholder's meeting. Said share shall be paid for in lawful money of the United States of America or in property, labor or services rendered at a just valuation to be fixed by the Board of Directors and said share shall be deemed fully paid and nonassessable. The Corporation elects to have preemptive rights.

**ARTICLE V - DURATION**

This corporation shall have perpetual existence unless sooner dissolved according to law.

**ARTICLE VI - SHAREHOLDER VOTING REQUIREMENTS**

When a quorum exists at any meeting of the Shareholders, action on a matter, other than the election of Directors, is approved if the votes cast by the holders of not less than a majority of the shares represented at such meeting, and entitled to vote on the subject matter favor the action.

## **ARTICLE VII - DIRECTORS**

This corporation shall have an initial Board of Directors consisting of one (1) director, whose name and street address are as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Earl Gordon Neal	2497 Twin Drive Sarasota, FL 34234

## **ARTICLE VIII - INCORPORATOR**

The name and address of the incorporator of this corporation is as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Marc J. Soss	630 S. Orange Avenue Sarasota, Florida 34236

## **ARTICLE IX - BYLAWS**

The original Bylaws of this corporation shall be made, prepared and adopted by a majority vote of the initial Board of Directors as named herein. Thereafter, the Board of Directors, and the shareholders, shall have authority to adopt, amend, change, repeal or enlarge Bylaws as provided in the Bylaws from time to time.

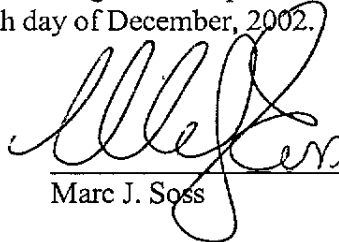
## **ARTICLE X - INDEMNIFICATION**

Subject to the laws of the State of Florida, this corporation shall indemnify and hold harmless its officers and directors of and from any suits, actions, or judgments either civil or criminal arising out of any act alleged to have been committed by such person in his capacity as an officer or director if such officer or director acted in good faith and in the reasonable belief that such action was in the best interest of the corporation and in the event of criminal allegations without reasonable ground for belief that such action was unlawful. The corporation shall pay all costs, legal expenses, and other charges that said officers and directors may incur in the defense of any claim, suit or action that may be instituted against said officers in their individual capacity. It is the express purpose and intent that the corporation shall hold its officers and directors harmless from any action taken by them on its behalf to the full extent and limit permitted by law.

## **ARTICLE XI - PRINCIPAL OFFICE AND REGISTERED AGENT**

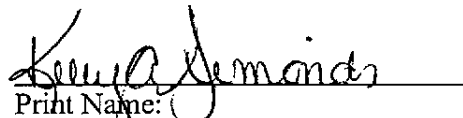
This corporation has named Marc J. Soss as its agent to accept service of process within the State. The street address of the initial registered office is 2497 Twin Drive, Sarasota, FL 34234.

IN WITNESS WHEREOF, the undersigned incorporators have executed the foregoing Articles of Incorporation effective this 18th day of December, 2002.

  
\_\_\_\_\_  
Marc J. Soss

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 18th day of December, 2002 by Marc J. Soss who is personally known to me or who has produced a Florida Driver's License as identification.

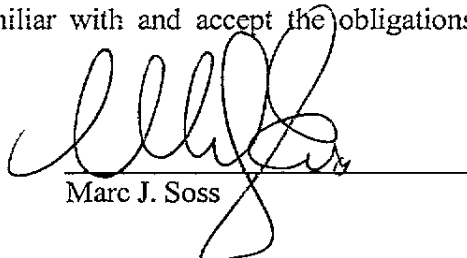
  
\_\_\_\_\_  
Print Name:  
NOTARY PUBLIC  
My commission expires:



Kelly A. Simonds  
MY COMMISSION # DD023976 EXPIRES  
May 8, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation, at the place designated above, I hereby accept the appointment of 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 am familiar with and accept the obligations of any position as registered agent.

  
\_\_\_\_\_  
Marc J. Soss