

P03000026338

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PICK-UP WAIT MAIL

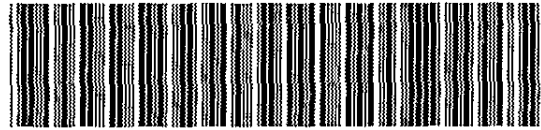
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

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03 MAR -5 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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203-4802
2/19



UCC FILING & SEARCH SERVICES, INC.
526 East Park Avenue
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(850) 681-6528

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February 18, 2003

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Scorpio, Inc.

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

Retrieval Request

- Photocopy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other

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

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

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

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



FLORIDA DEPARTMENT OF STATE
Ken Detzner
Secretary of State

February 19, 2003

UCC FILING & SEARCH SERVICES

SUBJECT: SCORPIO, INC.
Ref. Number: W03000004802

We have received your document for SCORPIO, INC. and your check(s) totaling \$210.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

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) 245-6878.

Alan Crum
Document Specialist
New Filing Section

Letter Number: 903A00010892

ARTICLES OF INCORPORATION
 OF
SCORPIO OF SOUTHWEST FLORIDA, INC.

03 MAR -5 AM 9:08
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

FILED

These Articles of Incorporation are executed by the undersigned for the purpose of forming a corporation pursuant to the Florida General Corporation Act, as particularly set forth in Chapter 607 of the Florida Statutes.

ARTICLE I. NAME.

The name of this corporation shall be named and known as SCORPIO OF SOUTHWEST FLORIDA, INC.

ARTICLE II. DURATION.

The corporation shall commence upon the filing of these Articles and shall have perpetual existence thereafter.

ARTICLE III. PURPOSE.

The purpose for which the corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the Florida General Corporation Act, as the same may from time to time be amended.

ARTICLE IV. CAPITAL STRUCTURE.

The aggregate number of shares of capital stock which this corporation shall have authority to issue shall be ten thousand (10,000) shares of common stock, all of the same class and each having a par value of One Dollar (\$1.00).

ARTICLE V. INITIAL REGISTERED AGENT & OFFICE.

The names of the initial registered agents of the corporation at its initial registered office, and the street address and the mailing address of its initial principal office, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
JAMES G STIMPSON	15466-6 ADMIRALTY CIRCLE FT MYERS, FL. 33917

ARTICLE VI. DIRECTORS.

The business and the affairs of this corporation shall be managed by a Board of Directors, which shall be elected by the shareholders and serve as provided in the Bylaws. The number of the members of the Board of Directors may either be increased or decreased from time to time by the Bylaws, but shall never be less than two (2). The corporation shall have two (2) Directors initially, and the name and address of the initial Directors are as follows:

JAMES G STIMPSON	15466-6 ADMIRALTY CIRCLE FT MYERS, FL. 33917
THERESA R VERNON	15466-6 ADMIRALTY CIRCLE FT MYERS, FL. 33917

ARTICLE VII. PREEMPTIVE RIGHTS.

Each shareholder, upon issuance by the corporation of authorized but unissued shares of stock of the corporation (other than the original issue of shares of stock to subscribers) or upon the issuance by the corporation of treasury stock, shall have the right to purchase a pro-rata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which it is issued to others.

ARTICLE VIII. BYLAWS.

The power to adopt, alter, amend or repeal bylaws shall be vested in both the Board of Directors and the shareholders. Bylaws adopted, altered, amended or repealed, by the shareholders of the corporation may not be repealed, altered, amended or re-adopted by the Board of Directors if the shareholders so provide.

ARTICLE IX. INCORPORATORS.

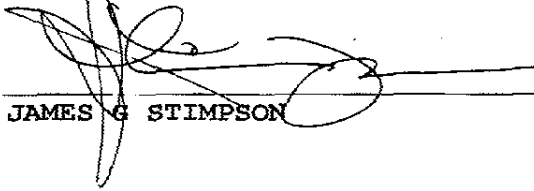
The names and the address of the person(s) signing these Articles of Incorporation are as follows:

JAMES G STIMPSON 15466-6 ADMIRALTY CIRCLE
FT MYERS, FL. 33917

THERESA R VERNON 15466-6 ADMIRALTY CIRCLE
FT MYERS, FL. 33917

I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for said corporation and the registered agent signatures.

IN WITNESS WHEREOF, the person(s) executing these Articles of Incorporation has caused his hand and seal to be set this twentieth day of JANUARY, 2003.



JAMES G STIMPSON

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 MAR -5 AM 9:08

FILED

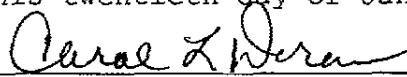
STATE OF FLORIDA

COUNTY OF LEE

Before me personally appeared **JAMES G STIMPSON** known to me to be the individuals described in and who executed the foregoing, and acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the County and State named above this twentieth day of January, 2003.

My Commission Expires:



Notary Public

