

P05000069285

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

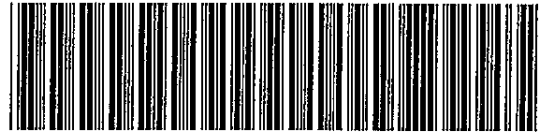
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



000052915620

05/09/05--01058--010 \*\*78.75

FILED  
2005 MAY -9 PM 2:51  
CLERK OF STATE  
TALLAHASSEE FLORIDA

5/11/05

LEE BENTON SAYLER, P.A.  
ATTORNEY AT LAW  
1662-A North U. S. Highway One  
Jupiter, Florida 33469

FILED  
2005 MAY -9 PM 2:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
phone 561/746-7304  
fax 561/746-6173

May 6, 2005

*Via UPS Overnight -Tracking No. 1Z F49 705 22 1000 7277*

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

RE: ARTICLES OF INCORPORATION FOR NEUROBIOLOGICAL INSTITUTE, INC.

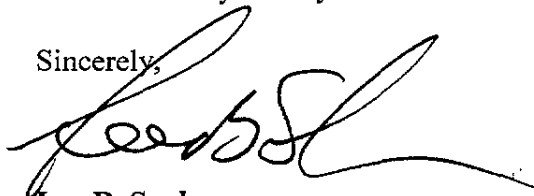
Dear Sir/Madam:

Enclosed are an original and one copy of the NEUROBIOLOGICAL INSTITUTE, INC., along with a check in the amount of \$78.75 for filing.

Please return a certified copy of the Articles with the Certificate of Incorporation via UPS overnight (pre-addressed airbill and envelope provided).

Thank you for your assistance in this matter.

Sincerely,



Lee B. Sayler

LBS/jlc

Enclosures

**ARTICLES OF INCORPORATION**  
**OF**  
**NEUROBIOLOGICAL INSTITUTE, INC.**

**FILED**  
2005 MAY -9 PM 2:51  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE ONE**

The name of the corporation shall be **NEUROBIOLOGICAL INSTITUTE, INC.**

**ARTICLE TWO**

The duration of the corporation is perpetual. The date and time of the commencement of corporate existence shall be immediately upon the filing of the Articles of Incorporation with the Secretary of State, Division of Corporations.

**ARTICLE THREE**

The general purpose for which the corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE FOUR**

The aggregate number of shares which the corporation is authorized to issue is one thousand (1,000). Such shares shall be of a single class, voting common, and shall have a par value of Five Dollars (\$5.00) per share.

**ARTICLE FIVE**

The street address of the initial principal and registered office of the corporation is 3345 Pebble Place, Tequesta, Florida 33469. The name of the initial registered agent at such address is **CATHERINE L. MORITZ**.

**ARTICLE SIX**

The number of directors constituting the initial board of directors of the corporation is one. The number of directors may change in accordance with the Bylaws. The name and address of

the director are: CATHERINE L. MORITZ, P. O. Box 3909, Tequesta, Florida 33469.

#### **ARTICLE SEVEN**

The name and address of the incorporator is: CATHERINE L. MORITZ, P. O. Box 3909, Tequesta, Florida 33469

#### **ARTICLE EIGHT**

Every director and every officer of the corporation shall be indemnified by the corporation against all expenses and liabilities, including attorney's fees, reasonably incurred by or imposed upon him/her in connection with any proceedings or any settlement of any proceeding to which he/she may be a party or any which he may become involved by reason of his/her being or having been a director or officer of the corporation, whether or not he/she is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his/her duties, provided that in the event of settlement the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

#### **ARTICLE NINE**

Each stockholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the offer price thereof, a pro rata portion of:

(a) Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or real property or leases thereof; or

(b) Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for the purchase from the corporation any shares of its stock of any class or classes.

Executed by the undersigned at Jupiter, Florida, on the 5<sup>th</sup> day of May, 2005.

  
CATHERINE L. MORITZ

STATE OF FLORIDA  
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared, CATHERINE L. MORITZ to me known to be the person described in and who executed the foregoing instrument and she acknowledged before me, that she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 5<sup>th</sup> day of May, 2005.



  
NOTARY PUBLIC  
My Commission Expires: 3/6/08

**ACCEPTANCE OF REGISTERED AGENT**

I hereby accept the foregoing designation as Registered Agent and further state that I am familiar with and accept the obligations provided for in Chapter 607 of the Florida Statutes.

Executed this 5<sup>th</sup> day of May, 2005.

  
CATHERINE L. MORITZ