

**P06000092383**

## Florida Department of State

Division of Corporations

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Division of Corporations  
Fax Number : (850) 205-0381

## From:

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Account Number : I20000000210  
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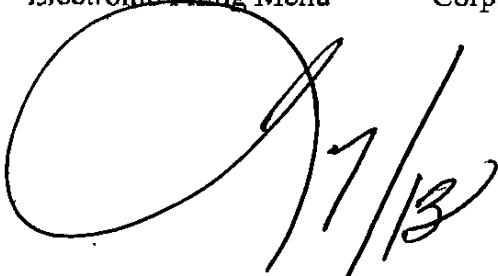
**FLORIDA PROFIT/NON PROFIT CORPORATION****Passages Development, Inc.**

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**ARTICLES OF INCORPORATION  
OF  
PASSAGES DEVELOPMENT, INC.**

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The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I. NAME**

The name of the corporation is PASSAGES DEVELOPMENT, INC. (the "Corporation"). The initial principal office of the Corporation is located at 1736 Ocean Drive, Vero Beach, Florida 32963.

**ARTICLE II. DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE III. PURPOSE**

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

**ARTICLE IV. CAPITAL STOCK**

The aggregate number of shares that the Corporation has authority to issue is One Thousand (1,000), all of which shall be common shares with par value of ONE DOLLAR (\$1.00).

**ARTICLE V. REGISTERED OFFICE**

The street address of the initial registered office of the Corporation is 1061 E. Indiantown Road, Suite 400, Jupiter, Florida 33477, and the name of the initial registered agent at that address is Philippe Jeck.

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#### ARTICLE VI. DIRECTORS

The Board of Directors of the Corporation shall consist of not less than one (1) nor more than five (5) members. The names and addresses of the first Board of Directors are:


<u>Name</u>	<u>Address</u>
R. Mason Simpson	1736 Ocean Drive Vero Beach, FL 32963

#### ARTICLE VII. INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
R. Mason Simpson	1736 Ocean Drive Vero Beach, FL 32963

IN WITNESS WHEREOF, I have subscribed my name this 11 day of July, 2006.

  
\_\_\_\_\_  
R. Mason Simpson, Incorporator

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

In compliance with Section 607.0601(3) Florida Statutes, the following is submitted:

PASSAGES DEVELOPMENT, INC., desiring to organize under the laws of the State of Florida, with its initial principal office at 1736 Ocean Drive, Vero Beach, Florida 32963, County of Indian River, State of Florida, has named Philippe Jack, who is an individual who resides in the State of Florida, and whose initial registered office is 106 E. Indiantown Road, Suite 400, Jupiter, Florida 33477, as its agent to accept service of process within Florida.

DATE: July 11, 2006

  
R. Mason Simpson, Incorporator

Having been named as registered agent to accept service of process for the above stated Corporation, at the registered office designated in this Certificate, I hereby accept this appointment as a registered agent. I am familiar with and accept the obligations of this position and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATE: July 11, 2006

  
Philippe Jack, Registered Agent

CLERK OF STATE  
TALLAHASSEE, FLORIDA

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