

PH110000068590

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H11000192727 3)))



H110001927273ABC/

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 617-6381

From:
Account Name : DRIVER, MCAFEE, PEEK & HAWTHORNE, P.L.
Account Number : I20020000137
Phone : (904) 301-1269
Fax Number : (904) 301-1279

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

FLORIDA PROFIT/NON PROFIT CORPORATION
Arch Pilates & Physical Therapy, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11 JUL 29 AM 10: 55

APPROVED
AND
FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11 JUL 29 PM 3: 51

RECEIVED

Electronic Filing Menu Corporate Filing Menu Help

VII

07/29/2011 14:00 Driver, McAfee, Peek & Hawthorne

(FAX)9043011279

APPROVED
P.000004
FILED

H11000192727 3

17 JUL 29 AM 10:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
ARCH PILATES & PHYSICAL THERAPY, INC.**

The undersigned, acting as incorporator of Arch Pilates & Physical Therapy, Inc. under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is Arch Pilates & Physical Therapy, Inc. (the "Corporation").

ARTICLE II - ADDRESSES

The street address and mailing address of the principal office of the Corporation are:

993 Mineral Creek Drive
Jacksonville, Florida 32225

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of performing all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - DURATION AND EXISTENCE; EFFECTIVE DATE

The Corporation will exist perpetually, commencing on the date of the filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE V - AUTHORIZED SHARES

The maximum number of shares the Corporation is authorized to issue is 100,000 shares of common stock having a par value of \$0.01 per share.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The Corporation hereby (a) designates 993 Mineral Creek Drive, Jacksonville, Florida 32225 as the street address of the Corporation's registered office, and (b) names Theresa Scully as the Corporation's registered agent at that address to accept service of process within the State of Florida.

ARTICLE VII - BOARD OF DIRECTORS

The number of directors may be increased or decreased from time to time, as provided in the Corporation's bylaws, but shall never be less than one (1).

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator are:

<u>Name</u>	<u>Address</u>
Theresa Scully	993 Mineral Creek Drive Jacksonville, Florida 32225

H11000192727 3

H11000192727 3

ARTICLE IX - INDEMNIFICATION

(a) The Corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the Corporation or its subsidiaries. To the fullest extent not prohibited by law, the Corporation shall advance indemnification expenses for actions taken in the capacity of such person as an officer or director within twenty (20) days after receipt by the Corporation of (i) a written statement requesting such advance, (ii) evidence of the expenses incurred, and (iii) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

(b) The Corporation by action of its board of directors, in its sole discretion, may indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was an employee or agent of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the Corporation or its subsidiaries. The Corporation by action of its board of directors, in its sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent after receipt by the Corporation of (i) a written statement requesting such advance, (ii) evidence of the expenses incurred, and (iii) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the board of directors, the authority granted to the board of directors in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the Corporation relating thereto.

IN WITNESS THEREOF, the undersigned has hereunto set her hand and seal this 28th day of July, 2011.

ARCH PILATES & PHYSICAL THERAPY, INC.

By: 

Theresa Scully, Incorporator


H11000192727 3

H11000192727 3

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby (a) agrees to act as registered agent for the Corporation named above, to accept service of process at the place designated in these Articles of Incorporation, and to comply with the provisions of the Florida Business Corporation Act, and (b) acknowledges that she is familiar with, and accepts the obligations of such position.

Dated: July ^{29th} 2011


Theresa Scully, Individually

FILED
JUL 29 AM 10:36
SECRETARY OF STATE
TALLAHASSEE FLORIDA