

## Florida Department of State

Division of Corporations

Electronic Filing Cover Sheet

**P24000048535**

Please print this page on your cover sheet. Type the tax audit number (shown below) at the top and bottom of all pages of the document.

(((H24000249176 3)))



H240002491763ABC2

**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 : JOHNSON POPE BOKOR RUPPEL & BURNS - ST. PETERSBURG  
Account Number : 120230000161  
Phone : (727)999-9900  
Fax Number : (727)800-5981

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

Email Address: LKennerly@JPFIRM.COM

**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**PHR HOLDINGS, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$70.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

2024 JUL 23 PM 4:07

RECEIVED  
DIVISION OF CORPORATIONS  
COMMERCIAL SERVICES  
2024 JUL 23 PM 3:43

Electronic Filing Menu

Corporate Filing Menu

Help

ARTICLES OF INCORPORATION  
OF  
PHR HOLDINGS, INC.

The undersigned, acting as the incorporator of a corporation to be formed under the Florida Business Corporations Act, as amended (the "Act"), hereby forms a Florida corporation (this "corporation") pursuant to the Act and hereby sets forth the following Articles of Incorporation (these "Articles"):

ARTICLE I  
NAME AND ADDRESS

The name of this corporation is PHR HOLDINGS, INC. The principal office address and the mailing address of the corporation 107 Hampton Road, Suite 100, Clearwater, Florida 33759.

ARTICLE II  
DURATION

This corporation shall have perpetual existence.

ARTICLE III  
CAPITAL STOCK

The corporation is authorized to issue 2,000,000 shares of common stock ("Common Stock"). The par value of each share of stock shall be one-tenth of one cent (\$0.001). Of the Common Stock, 1,000,000 shares shall be designated Voting Common Stock and 1,000,000 shares shall be designated Non-Voting Common Stock. Each of the said shares of Voting Common Stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. There shall be no other differences in the rights of such Common Stock.

The holders of the outstanding Common Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property or in shares of the Common Stock of the corporation.

ARTICLE IV  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 311 Park Place Boulevard, Suite 300, Clearwater, Florida 33759, and the name of the initial registered agent of this corporation at that address is CHESTNUT BUSINESS SERVICES, LLC.

Prepared By:

Nicholas J. Grimaudo Esquire  
Johnson, Pope, Bokor,  
Ruppel & Burns, LLP

311 Park Place Boulevard, Suite 300

Clearwater, Florida 33759

(727) 461-1818

Bar No. 0071893

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
JAN 11 2007

ARTICLE V  
INCORPORATOR

The name of the incorporator is Nicholas J. Grimaudo, whose address is 311 Park Place Boulevard, Suite 300, Clearwater, Florida 33759.

ARTICLE VI  
INITIAL BOARD OF DIRECTORS/OFFICERS

The number of Directors constituting the initial Board of Directors of this corporation shall be three (3), and the name and address of the persons sworn to serve as the Director until his or her successor is elected and qualified are:

EDWARD C. DROSTE	107 Hampton Road, Suite 100, Clearwater, Florida 33759
R. BRENTON HOWIE	107 Hampton Road, Suite 100, Clearwater, Florida 33759
ELLEN A. BAILEY	107 Hampton Road, Suite 100, Clearwater, Florida 33759

The name and title of the initial officer of this corporation until her successor is elected and qualified is:

EDWARD C. DROSTE	Chairman
R. BRENTON HOWIE	Chief Executive Officer
ELLEN A. BAILEY	Secretary
JANA M. READ	Vice President

ARTICLE VII  
INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE VIII  
AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23<sup>rd</sup> day of July, 2024.



\_\_\_\_\_  
Nicholas J. Grimaudo, Incorporator

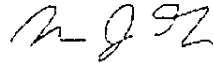
**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND STREET ADDRESS FOR SERVICE OF PROCESS  
WITHIN FLORIDA**

Pursuant to Fla. Stat. §48.091, PHR HOLDINGS, INC., desiring to organize under the laws of the State of Florida, hereby designates the undersigned, as its registered agent to accept service of process within the State of Florida.

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 23<sup>rd</sup> day of July, 2024.

CHESTNUT BUSINESS SERVICES, LLC,  
a Florida limited liability company



By: \_\_\_\_\_

Nicholas J. Grimaudo, VP

#9443181\_1