

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0193 FAX

800-342-8086

csc networks

MAIL TO:
P.O. Box 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 546878 137751A

AUTHORIZATION :

Patricia Pizzato

COST LIMIT : 970.00

ORDER DATE : February 22, 1995

ORDER TIME : 10:15 AM

300001412603

ORDER NO. : 546878

CUSTOMER NO: 137751A

CUSTOMER: Ms. Linda D. Gardner
40 SOUTH PINAPPLE, INC.

1390 Main Street

Sarasota, FL 34236

DOMESTIC FILING

P950000149.35

NAME: GRYPHUS FINANCIAL SERVICES,
INC.

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

FILED
95 FEB 22 PM 2:12
TALLAHASSEE, FLORIDA
95 FEB 22 AM 11:15
OFFICE OF CORPORATION

PM
2-22-95
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**ARTICLES OF INCORPORATION
OF
GRYPHUS FINANCIAL SERVICES, INC.**

FILED
95 FEB 22 PM 2:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I
Name**

The name of this corporation shall be GRYPHUS FINANCIAL SERVICES, INC.

**ARTICLE II
Principle Office and Mailing Address**

The address of the principle office and mailing address of this corporation shall be:

1390 Main Street
Sarasota, FL 34236

**ARTICLE III
Business and Purposes**

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

**ARTICLE IV
Capital Stock**

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 1,000 shares of common stock with a par value of \$1.00 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

In the election of directors of this corporation, there shall be no cumulative voting of the stock entitled to vote at such election.

ARTICLE V Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE VI Registered Office and Registered Agent

The initial registered office of this corporation shall be located at 1819 Main Street, Suite 1100, Sarasota, Florida 34236, and the initial registered agent of this corporation at such office shall be Daryl J. Brown. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE VII Board of Directors

The Board of Directors of this corporation shall consist of not less than one (1) nor more than fifteen (15) members, the exact number of directors to be fixed from time to time by the stockholders or bylaws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders. A quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the Board of Directors, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the bylaws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

ARTICLE VIII Initial Board of Directors

The initial Board of Directors of this corporation shall consist of one member, such member to hold office until his successor has been duly elected and qualified. The name and street address of the initial director are:

Name

Address

William D. Griffin

1390 Main Street
Sarasota, FL 34236

ARTICLE IX
Incorporator

The name and street address of the incorporator making these articles of Incorporation are:

Name

Address

Richard A. Halloy

1819 Main Street
Sarasota, FL 34236

ARTICLE X
Bylaws

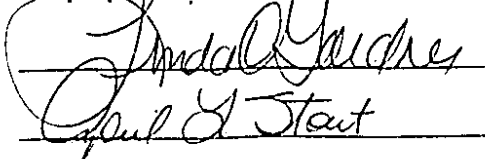
The power to adopt the bylaws of this corporation, to alter, amend, or repeal the bylaws, or to adopt new bylaws shall be vested in the Board of Directors of this corporation; provided, however, that any bylaw or amendment thereto as adopted by the Board of Directors may be altered, amended, or repealed by vote of the stockholders entitled to vote thereon, or a new bylaw in lieu thereof may be adopted by the stockholders, and the stockholders may prescribe in any bylaw made by them that such bylaw shall not be altered, amended, or repealed by the Board of Directors.

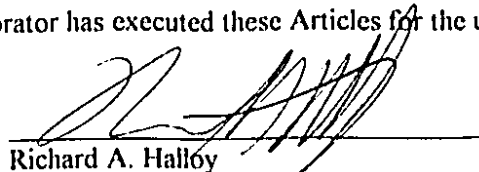
The bylaws of this corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or of the United States.

ARTICLE XI
Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles for the uses and purposes therein stated.


Linda A. Halloy


Richard A. Halloy

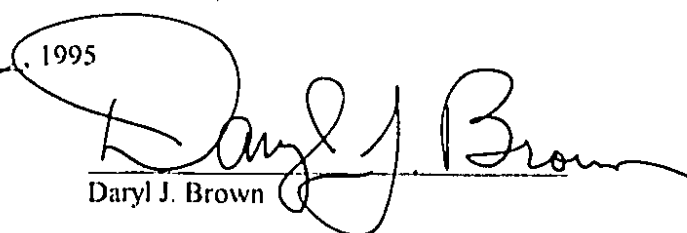
GRYPHUS FINANCIAL SERVICES, INC.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

FILED
95 FEB 22 PM 2:12
SECRET
TALLAHASSEE, FLORIDA

The undersigned, Daryl J. Brown, having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 21ST day of February, 1995


Daryl J. Brown