

P95000038082
RICHMAN, DEIFIK AND LANIER

A PROFESSIONAL ASSOCIATION

Kenneth W. Richman, Jr. *
Celia Ellen Deifik *
Suzanne D. Lanier

* Board Certified Real Estate

Polaciana Professional Park
2640 Golden Gate Parkway
Suite 206
Naples, Florida 33942-3203
(813) 434-7700
Telefax (813) 434-7303

May 9, 1995

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

300001486303
-05/12/95--01105--003
*****78.50 *****78.50

TRANSMITTAL LETTER

RE: AQUARIAN CENTER OF NAPLES, INC.

Enclosed is an original and one (1) copy of the articles of incorporation of the above-captioned corporation and a check for:

☐

\$70.00

Filing Fee

☒

\$78.50

Filing Fee
& Certificate

☐

\$122.50

Filing Fee
& Certified Copy

☐

\$131.25

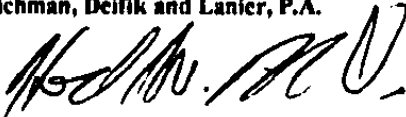
Filing Fee,
Certified Copy
& Certificate

FROM: Kenneth W. Richman, Jr.

Richman, Deifik and Lanier, P.A.
2640 Golden Gate Parkway, Suite 206
Naples, FL 33942-3203

Sincerely,

Richman, Deifik and Lanier, P.A.



Kenneth W. Richman, Jr.

Consent to use of Name:

I, the undersigned, President and Secretary of AQUARIAN CENTER, INC., a Florida Corporation, Document Number N23047, do hereby consent to the use of the name AQUARIAN CENTER OF NAPLES, INC. for the above-referenced corporation.

AQUARIAN CENTER, INC.


Ninette R. Peterson, President and Secretary

Enclosures: two

EFFECTIVE DATE

MAY 10 1995

ARTICLES OF INCORPORATION

OF

AQUARIAN CENTER OF NAPLES, INC.

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I.

CORPORATE NAME

The name of this corporation is Aquarian Center of Naples, Inc.

ARTICLE II.

ADDRESS OF CORPORATION

The address of the principal office of the Corporation, or the mailing address of the Corporation, if the principal office is not yet known, is 5600 North Tamiami Trail, Suite 14, Naples, FL 33963.

ARTICLE III.

DURATION

The corporation shall have perpetual existence, commencing on the date of the execution and acknowledgment of these Articles or upon filing.

ARTICLE IV.

PURPOSE

The corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V.

NUMBER AND CLASS OF STOCK

The corporation is authorized to issue one class of stock which shall consist of 1000 shares of \$1.00 par value common stock, and which shall be designated "common shares".

EFFECTIVE DATE

MAY 10 1995

ARTICLE VI.

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation of the same kind, class, or series as that which he holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2640 Golden Gate Parkway, Suite 206, Naples, FL 33942, and the name of the initial registered agent of the corporation at that address is Kenneth W. Richman, Jr. The officers may from time to time select and so communicate by appropriate notice to the Department of State, another registered office or registered agent or both.

ARTICLE VIII.

INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of the corporation is:

Name	Address
Carol Fryling	13105 Vanderbilt Drive #606, Naples, FL 33963

ARTICLE IX.

INCORPORATOR

The name and address of the person signing these Articles is:

Name	Address
Carol Fryling	13105 Vanderbilt Drive #606, Naples, FL 33963

ARTICLE X.

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE XI.
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders, except the Preemptive Rights created in Article VI, is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10th day of May, 1995.

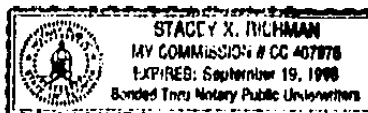
Carol Fryling
Carol Fryling

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 10th day of May, 1995, by Carol Fryling, who is personally known to me or who has produced _____ as identification.

Stacey V. Richmond
Notary Public
Typed Name:
My Commission Number is:
My Commission Expires:



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The Name of the corporations is: AQUARIAN CENTER OF NAPLES, INC.

2. The Name and address of the registered agent and office is:

Kenneth W. Richman, Jr.
2640 Golden Gate Parkway, Suite 206
Naples, Florida, 33942-3203

ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Kenneth W. Richman, Jr.,

MAY 10, 1995
(Date)

FILED
MAY 12 PM 3:59
CLERK OF DISTRICT COURT
NAPLES, FLORIDA

P95000038082

RICHMAN, DEIFIK, LANIER AND ROSS

A PROFESSIONAL ASSOCIATION

Kenneth W. Richman, Jr. ¹
Celia Ellen Deifik ¹
Suzanne D. Lanier
Donald K. Ross, Jr. ²

Poinciana Professional Park
2640 Golden Gate Parkway
Suite 206
Naples, Florida 33942-3203
(941) 434-7700
Telefax (941) 434-7303

¹ Board Certified Real Estate
² Master of Law in Taxation

December 18, 1995

Secretary of State
Division of Corporations
Tallahassee, FL 32399

Re: Aquarian Center, Inc.

Dear Gentlemen:

On behalf of our client, Aquarian Center of Naples, Inc., I am enclosing Articles of Amendment changing the name of the corporation from Aquarian Center of Naples, Inc. to Aquarian Center, Inc.

I am also enclosing our check in the amount of \$43.75 representing the \$35.00 for the Amendment and \$8.75 for a Certificate of Status.

Should you have any questions, please do not hesitate to contact me.

Sincerely,

Richman, Deifik, Lanier and Ross, P.A.

Kenneth W. Richman, Jr. /cc

Kenneth W. Richman, Jr.

SNR

Enclosures: 2

FILED
DEC 22 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*****43.75 *****43.75

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g

ARTICLES OF AMENDMENT
OF AQUARIAN CENTER OF NAPLES, INC.

Pursuant to Florida Statute Section 607.1006, the Articles of Incorporation of the above-named corporation is hereby amended as follows:

1. The name of the corporation as set forth in the Certificate of Incorporation of the corporation issued under Charter Number P95000038082 on May 12, 1995 and effective May 10, 1995 and as shown in its Articles of Incorporation is hereby changed from AQUARIAN CENTER OF NAPLES, INC., and the new corporate name of the corporation shall be as follows:

AQUARIAN CENTER, INC.

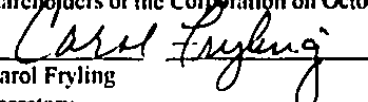
2. The text of the amendment is attached hereto as Exhibit A.
3. The amendment does not provide for an exchange, reclassification, or cancellation of issued shares.
4. The amendment was adopted on October 5, 1995.
5. The foregoing resolution was adopted by written consent of all of the shareholders pursuant to Section 607.0704 of the Florida Statutes. There is only one voting group entitled to vote on the amendment, consisting of the holders of all of the issued and outstanding common stock of the corporation. No voting group was entitled to vote separately on the amendment. The number of votes for the amendment was sufficient for approval of the amendment.

IN WITNESS WHEREOF, we, the undersigned, have executed these Articles of Amendment this 12th day of December, 1995


Carol Fryling
President

Secretary Attest:

I, the undersigned Secretary of AQUARIAN CENTER OF NAPLES, INC., do hereby certify that the resolution or amendment set forth herein was duly adopted by the shareholders of the Corporation on October 5, 1995.

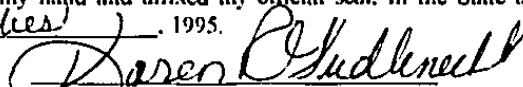

Carol Fryling
Secretary

STATE OF FLORIDA

COUNTY OF FLORIDA

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Carol Fryling, known to me and known by me to be the person who executed the foregoing Articles of Amendment as Secretary of the Corporation, and she acknowledged before me that she executed those Articles of Amendment.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 12th day of December, 1995.


Notary Public

(SEAL)

My Commission Expires:



KAREN W. GARDNER
My Comm Exp. 11/21/97
Bonded By Service Ins
No. CC314228
☒ Personally Known ☐ Other I. O.

ACTION BY SHAREHOLDERS IN LIEU OF MEETING

I, the undersigned being the sole Shareholder of AQUARIAN CENTER OF NAPLES, INC., do hereby adopt the following resolutions:

BE IT RESOLVED that the name the Corporation shall be changed and the new name of the Corporation shall be AQUARIAN CENTER, INC.

BE IT FURTHER RESOLVED that ARTICLE I of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

ARTICLE I.

CORPORATE NAME

The name of this corporation is AQUARIAN CENTER, INC.

Dated: 12-12-95

SHAREHOLDERS:

Coral Fuyberg
