

MAY-25-1995

FROM: KIRK FINKERTON

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5/25/95

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS
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STATE OF FLORIDA

FROM: KIRK FINKERTON, A PROFESSIONAL ASSOC
720 S ORANGE AVE

409 EAST GAINES STREET
TALLAHASSEE, FL 32399

SARASOTA FL 34236-

CONTACT: VERANNA J MCAHREN

FAX: (904) 922-4000

PHONE: (813) 364-2409

FAX: (813) 364-2490

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: MILLANW, INC.

FAX AUDIT NUMBER: H95000005891

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KIRK PINKERTON
A Professional Association
720 SOUTH ORANGE AVENUE
SARASOTA, FLORIDA 34236
Telephone (813) 364-2400
Telecopier (813) 364-2490

DATE: 5-25-95
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CITY/STATE: Tallahassee, FL
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FLORIDA DEPARTMENT OF STATE

Sandra B. Morahan
Secretary of State

May 26, 1995

KIRK PINKERTON

SARASOTA, FL 34236

SUBJECT: MILANN, INC.
REF: W95000011072

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Loria Poole
Corporate Specialist

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Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

MAY 30 1995
21:21 PM
06/01/95



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

Handwritten initials and date: 6/31

May 31, 1995

KIRK FINKERTON

SARASOTA, FL 34236

SUBJECT: MILLANN OF SARASOTA, INC.
REF: W95000011072

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

PLEASE RE-FAX LAST PAGE WITH SIGNATURES, ONE ATTACHED WITH NAME CHANGE IS NOT CLEAR.

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Loria Poole
Corporate Specialist

FAX Rec. #: H95000005891
Letter Number: H95HUUU2/145

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

RECEIVED
07:21 PM 06/01/95
GENERAL

ARTICLES OF INCORPORATION

OF

MILLANN OF SARASOTA, INC.

FILED
95 MAY 31 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

Article 1. Name. The name of the Corporation is:

Millann of Sarasota, Inc.

Article 2. Mailing Address. The mailing address of the Corporation is:

c/o Dieter Gebhard
1858 Ringling Blvd.
Sarasota, FL 34236

Article 3. Duration. The duration of the Corporation is perpetual.

Article 4. Purpose. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Prepared by: William C. Strode, Esq.
Kirk Pinkerton
720 S. Orange Avenue
Sarasota, FL 34236
(813) 364-2430
Atty Bar #: 078969

Article 5. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 10,000 shares of common stock. Such shares shall be of a single class and shall have \$0.10 par value.

Article 6. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 720 S. Orange Avenue, Sarasota, Florida 34236, and the name of its initial Registered Agent at that address is WILLIAM C. STRODE.

Article 7. Incorporator. The name and address of the Incorporator is as follows:

WILLIAM C. STRODE

720 S. Orange Avenue
Sarasota, FL 34236

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

Article 9. Indemnification. The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

Article 10. Commencement of Corporate Existence. In accordance with Section 607.0203, Florida Statutes, the date when corporate existence shall commence is the date of execution by the incorporator of these Articles of Incorporation. In the event these Articles of Incorporation are not filed within the time period set forth in Section 607.0203, Florida Statutes, the date when corporate existence shall commence is the date of filing by the Secretary of State.

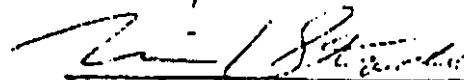
IN WITNESS WHEREOF, the undersigned Incorporator has
signed these Articles of Incorporation on this 25th day of
May, 1995.


WILLIAM C. STRODE
Incorporator

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as
Registered Agent of MILLAMM, INC. which is contained in the
foregoing Articles of Incorporation, and agrees to comply with the
provisions of all statutes relative to the proper and complete
performance of my duties, and accepts the duties and obligations of
Section 607.0503, Florida Statutes.

DATED this 25th day of May, 1995.


WILLIAM C. STRODE
Registered Agent

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FILED
95 MAY 31 PM 4:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA