

P95000047250

Akerman et al  
(Requestor's Name)  
  
(Address)  
  
789-3471  
(City, State, Zip) (Phone #)

500001515865  
-06/16/95--01077--014  
\*\*\*\*122.50 \*\*\*\*122.50

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. RPH, Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

FILED  
95 JUN 16 AM 8:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

95 JUN 16 PM 2:14  
DIVISION OF CORPORATION

B. REGISTER JUN 19 1995

789,503,671  
m/95-12349

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input checked="" type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

AKERMAN, SENTERFITT & EIDSON, P. A.

ATTORNEYS AT LAW

100 SOUTH ASHLEY DRIVE-SUITE 1800  
POST OFFICE BOX 3873  
TAMPA, FLORIDA 33601-8873  
(813) 883-7333  
TELECOPY (813) 883-2837

June 16, 1995

Secretary of State of Florida  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RPH

Re: ~~Virtual Reality Investments, Inc.~~

Ladies and Gentlemen:

Please find enclosed for filing the Articles of Incorporation for the above-referenced corporation. Enclosed is my check in the amount of \$122.50 (\$35.00 to file articles of incorporation; \$35.00 for designation and acceptance by registered agent; \$52.50 for certified copy of the articles of incorporation). If you have any questions regarding the above please do not hesitate to contact me.

Sincerely,

*Patricia Levy*

~~Patricia Levy~~  
~~Ramona M. Pritchett~~  
~~Secretary to Aileen S. Davis~~

Enclosures

ORLANDO

MIAMI

TALLAHASSEE

TAMPA



RECEIVED

FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State  
DIVISION OF CORPORATIONS

June 16, 1995

AKERMAN, ET AL

TALLY,

SUBJECT: RPH, INC.

Ref. Number: W95000012349

We have received your document for RPH, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6972.

Doris Brown  
Document Specialist

Letter Number: 895A00029765

*Rec'd  
6-16-95  
10:10*

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

ARTICLES OF INCORPORATION

OF

RPH Nimitz, INC.

FILED

95 JUN 16 AM 8:32

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article I - Name

The name of the Corporation is <sup>RPH Nimitz,</sup> INC.

Article II - Principal Office

The principal office and mailing address for this Corporation is P. O. Box 5449, Tampa, Florida 33675.

Article III - Duration

The Corporation shall have perpetual existence.

Article IV - Purpose

This Corporation may engage in any activity or business permitted under the laws of the United States, laws of the State of Florida, and/or laws of any state within which it may be entitled to transact or engage in business.

Article V - Capital Stock

This Corporation is authorized to issue seven thousand five hundred (7,500) shares of one dollar (\$1) par value.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 215 South Monroe Street, Suite 200, Tallahassee, Florida 32301-0503 and the name of the initial registered agent of this Corporation is Patricia Levy.

**Article VII - Directors**

The number of Directors of this Corporation shall be not less than one nor more than seven. The names and post office addresses of the members of the first Board of Directors of this Corporation who shall hold office for the first year of this existence of this Corporation or until their successors are elected and qualified, unless otherwise provided by the By-Laws are:

Robert P. Hickey: 4817 Longwater Way  
Tampa, Florida 33615

Raymond T. Hyer: 4800 South Westshore Blvd., #903  
Tampa, Florida 33611

Kathleen A. Hyer: 4800 South Westshore Blvd., #903  
Tampa, Florida 33611

**Article VIII - Incorporator**

The name and address of the Incorporator of this Corporation is: Patricia Levy, 216 South Monroe Street, Suite 200, Tallahassee, Florida 32301-0503.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 16th day of June 1995.

  
PATRICIA LEVY  
As Incorporator

STATE OF FLORIDA                   )  
COUNTY OF LEON                   )

The foregoing instrument was acknowledged before me this 16th day of June, 1995, by Patricia Levy who is personally known to me.

\_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Type or Print Name)

Notary Public

My Commission Expires:

My Commission Number is:

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for the above-stated Corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the Act relative to keeping open said office.

By: Patricia Levy  
PATRICIA LEVY  
As Registered Agent

W:\ATTY\ASO\CLIENTS\RPH, INC\ARTICLES, INC

**FILED**  
95 JUN 16 AM 8:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P95000047250

AKERMAN, SENTERFITT & EIDSON, P. A.

ATTORNEYS AT LAW

100 SOUTH ASHLEY DRIVE-SUITE 1800  
POST OFFICE BOX 3873  
TAMPA, FLORIDA 33601-3873  
(813) 223-7333  
TELECOPY (813) 223-2837

July 22, 1995

600001547576  
-07/27/95--01049--020  
\*\*\*\*112.50 \*\*\*\*112.50

Secretary of State  
State of Florida  
Division of Corporations  
Tallahassee, Florida 32314

Re: Articles of Amendment for  
RPH Nimitz, Inc.

Ladies and Gentlemen:

Enclosed herewith please find original Articles of Amendment to Articles of Incorporation of RPH Nimitz, Inc. and Change of Registered Agent for filing. My firm check in the amount of \$112.50 is enclosed for your fee (\$35.00 for the amendment, \$35.00 to change the registered agent and registered office, and \$52.50 for a certified copy). Please file the Articles of Amendment and return a certified copy to me at the above address.

Very truly,

*Aileen S. Davis*  
Aileen S. Davis

/asd

Enclosures

cc: Catherine Peek McEwen (w/o Enclosures)

*cc: Catherine Peek McEwen, Address, R.P. + g.c.*  
*Linda*

FILED  
95 JUL 27 AM 9:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
TO ARTICLES OF INCORPORATION  
OF  
RPH NIMITZ, INC.  
AND CHANGE OF REGISTERED AGENT**

FILED  
95 JUL 27 AM 9:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

These Articles of Amendment amend the Articles of Incorporation of RPH NIMITZ, INC., a corporation organized and existing under the laws of the State of Florida (the "Corporation").

I. The name of the Corporation prior to these Articles of Amendment is RPH NIMITZ, INC. and its principal office and mailing address is P.O. Box 5449, Tampa, FL 33675.

A. A meeting of all of the members of the Board of Directors and the sole owner of all of the issued and outstanding shares of RPH NIMITZ, INC. was held on June 19, 1995, and said shareholder and board members adopted the following resolution:

1. It is in the best interest of the Corporation to change its name from RPH NIMITZ, INC. to RPH NEW AGE, INC. and to change its principal office and mailing address from P.O. Box 5449, Tampa, FL 33675 to 4817 Longwater Way, Tampa, FL 33615.
2. Authorization is hereby granted, ratified, and confirmed for the Corporation to change its name and principal office and mailing address as set forth above.
3. The President of the Corporation is hereby directed to execute and deliver any and all documents necessary to consummate said changes.

B. Article I. Name of the Articles of Incorporation of RPH NIMITZ, INC. is hereby amended to read as follows:

Article I. Name

The name of the Corporation is RPH NEW AGE, INC.



Article II. Principal Office of the Articles of Incorporation of RPH NIMITZ, INC. is hereby amended to read as follows:

Article II. Principal Office

The principal office and mailing address for this Corporation is 4817 Longwater Way, Tampa, FL 33615.

II. The street address of the initial registered office of the Corporation prior to these Articles of Amendment is 215 South Monroe Street, Suite 200, Tallahassee, Florida 32301-0503, and the name of the initial registered agent of the Corporation is Patricia Levy.

A. A meeting of all the members of the Board of Directors and the sole owner of all of the issued and outstanding shares of RPH NIMITZ, INC. was held on June 19, 1995, and said shareholder and board members adopted the following resolution:

1. It is in the best interest of the Corporation to change its registered office from 215 South Monroe Street, Suite 200, Tallahassee, Florida 32301-0503 to 100 South Ashley Drive, Suite 1500, Tampa, Florida 33602. It is in the best interest of the Corporation to change the registered agent of the Corporation from Patricia Levy to Catherine Peek McEwen.
2. Authorization is hereby granted, ratified, and confirmed for the Corporation to change its registered office and registered agent as set forth above.
3. The President of the Corporation is hereby directed to execute and deliver any and all documents necessary to consummate said changes.

III. There was an error in the original Articles of Incorporation whereby the address of director Kathleen A. Hyer was shown as 4800 South Westshore Blvd, #903, Tampa, Florida 33611 when the correct address should have been 65 Elderfield Road, Manhasset, NY 10030.

IV. Acceptance of Registered Agent

Having been named to accept service of process for the above stated Corporation, at 100 South Ashley Drive, Suite 1500, Tampa, Florida 33602. I hereby accept to act in the capacity and agree

to comply with the provisions of the laws of the State of Florida relative to keeping open said office.

Catherine Peek McEwen

Catherine Peek McEwen,  
as Registered Agent

Dated this 19<sup>th</sup> day of June, 1995.

Robert P. Hickey

Robert P. Hickey,  
as its Secretary and as a  
Director

(AFFIX CORPORATE SEAL HERE)

Raymond T. Hyer

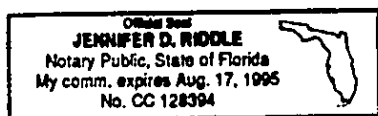
Raymond T. Hyer,  
as its President, as its sole  
shareholder and as a Director

Kathleen A. Hyer

Kathleen A. Hyer, as a Director

STATE OF FLORIDA                    )  
COUNTY OF HILLSBOROUGH        )

The foregoing instrument was acknowledged before me this 19<sup>th</sup> day of June, 1995, by Robert P. Hickey, as Secretary and as a Director, of RPH NEW AGE, INC., a Florida corporation, on behalf of the Corporation, X who is personally known to me or      who has produced a driver's license as identification (check one).

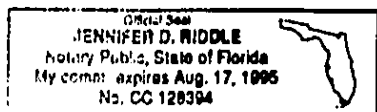


Jennifer D. Riddle  
(Signature)

(Type or Print Name)  
Notary Public  
My Commission Expires:  
My Commission Number is:

STATE OF FLORIDA                   )  
COUNTY OF HILLSBOROUGH        )

The foregoing instrument was acknowledged before me this 17  
day of July, 1995, by Raymond T. Hyer, as the President,  
as sole shareholder, and as a Director of RPH NEW AGE, INC., a  
Florida corporation, on behalf of the Corporation, ☒ who is  
personally known to me or ☐ who has produced a driver's license  
as identification (check one).



Jennifer D. Riddle  
(Signature)

(Type or Print Name)  
Notary Public  
My Commission Expires:  
My Commission Number is:

STATE OF NEW YORK                   )  
COUNTY OF NASSAU                )

The foregoing instrument was acknowledged before me this 14  
day of July, 1995, by Kathleen A. Hyer, as a Director of RPH  
NEW AGE, INC., a Florida corporation, on behalf of the Corporation,  
☒ who is personally known to me or ☐ who has produced a  
driver's license as identification (check one).

Therese A. Ryan  
(Signature)

THERESE A. RYAN  
Notary Public, State of New York  
No. 4604163  
(Type or Print Name) Notarized in Nassau County  
Notary Public Commission Expires March 30, 1996  
My Commission Expires:  
My Commission Number is: