

NORBERT P. NEUMANN
5032 S.W. 10TH AVENUE
CAPE CORAL, FLORIDA 33914
(313) 540-2493

7950000 49388

June 06, 1995

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

500001510725
-06/12/95--01027--001
****122.50 ****122.50

RE: NEUMANN MANAGEMENT CORPORATION

Greetings:

Enclosed are an original and a copy of the Articles of Incorporation of the above referenced corporation. Please file the original, indicate the filing date on the copy, and return the copy to me.

Also enclosed is a check covering the fees and charges for the items listed below, as indicated and marked with a "X".

- ☒ A. Articles of Incorporation Filing Fee \$35.00
☒ B. Registered Agent Designation Filing Fee \$35.00
☒ C. Certified copy of Articles of Incorporation
\$52.50 (optional)

If the chosen corporate name is unavailable, please call me immediately. Thank you for your cooperation.

Cordially,

NORBERT P. NEUMANN

dbx

Enclosures

F. CHESSEY JUN 26 1995

FILED
1995 JUN 22 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12234
802



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 15, 1995

NORBERT P NEUMANN
5032 S W 10 AVE
CAPE CORAL, FL 33914

SUBJECT: NEUMANN MANAGEMENT CORPORATION
Ref. Number: W95000012234

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1995 JUN 22 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for NEUMANN MANAGEMENT CORPORATION 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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 895A00029523

NORBERT P. NEUMANN
5032 S.W. 10TH AVENUE
CAPE CORAL, FLORIDA 33914
(813) 540-2493

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 15, 1995

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

RE: NEUMANN MANAGEMENT OF S.W. FLORIDA, INC.

Greetings:

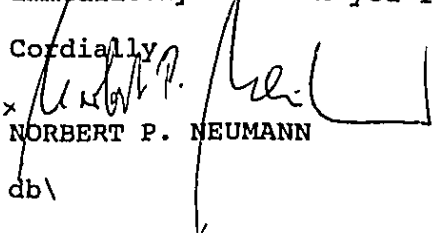
Enclosed are an original and a copy of the Articles of Incorporation of the above referenced corporation. Please file the original, indicate the filing date on the copy, and return the copy to me.

Also enclosed is a check covering the fees and charges for the items listed below, as indicated and marked with a "X".

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- ☒ C. Certified copy of Articles of Incorporation
\$52.50 (optional)

If the chosen corporate name is unavailable, please call me immediately. Thank you for your cooperation.

Cordially,

x 
NORBERT P. NEUMANN

db\

Enclosures

CERTIFICATE OF DESIGNATION

Pursuant to the provisions of sections 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.

- NORBERT P. NEUMANN
5032 S.W. 10TH AVENUE
CAPE CORAL, FLORIDA 33914

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 OF REGISTERED AGENT.

Registered Agent *6/10/91*

Registered Agent Filing Fee \$35.00

REGISTERED AGENT DESIGNATION CERTIFICATE

ARTICLES OF INCORPORATION
OF
NEUMANN MANAGEMENT OF S.W. FLORIDA, INC.

ARTICLE I. NAME

The name of this corporation shall be NEUMANN MANAGEMENT OF S.W. FLORIDA, INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of filing of these Articles of Incorporation by the Department of State. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of conducting any and all lawful business activities permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 100 par shares of common capital stock, at \$1.00 per share par value.

Articles Of Incorporation Of
NEUMANN MANAGEMENT OF S.W. FLORIDA, INC.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

Articles of Incorporation of
NEUMANN MANAGEMENT OF S.W. FLORIDA, INC.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office"

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on the corporation's Initial Board Of Directors shall be ONE. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one. The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

NORBERT P. NEUMANN	5032 S.W. 10TH AVENUE
	CAPE CORAL, FLORIDA 33914

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, to the full extent permitted by law.

Articles Of Incorporation Of
NEUMANN MANAGEMENT OF S.W. FLORIDA, INC.

ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED
OFFICE & AGENT

The address of this corporation's principal office and the
address of this corporation's initial registered office shall
be: 5032 S.W. 10TH AVENUE, CAPE CORAL, FLORIDA 33914

The name of the individual who shall serve as this
corporation's initial registered agent at the address is:

NORBERT P. NEUMANN

ARTICLE X. INCORPORATORS

The name and address of the individual who shall serve
as this corporation's incorporator is:

NORBERT P. NEUMANN
5032 S.W. 10TH AVENUE
CAPE CORAL, FLORIDA 33914

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any
provisions in these Articles Of Incorporation, or any
amendments hereto. Any rights conferred upon the shareholders
shall be subject to this reservation.

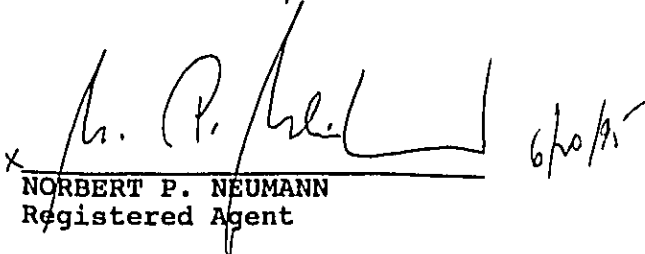

X _____
Incorporator

6/20/85

Articles Of Incorporation Of
NEUMANN MANAGEMENT OF S.W. FLORIDA, INC.

I hereby accept my designation as resident agent and agree to serve as the resident agent of NEUMANN MANAGEMENT OF S.W. FLORIDA, INC.

I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for NEUMANN MANAGEMENT OF S.W. FLORIDA, INC.


NORBERT P. NEUMANN
Registered Agent

State of Florida
County Of Lee

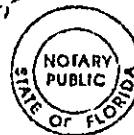
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1995 JUN 22 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ON JUNE 20TH, 1995, NORBERT P. NEUMANN, designated above as the individual who shall serve as the corporation's initial registered agent, and the individual, designated above, as the corporation's incorporator, personally appeared before me and signed and acknowledged signing these Articles Of Incorporation of NEUMANN MANAGEMENT OF S.W. FLORIDA, INC.


Notary Public

Commission Expiration Date:

October 5, 1996



SALVATORE COSSENTINO
My Comm Exp. 10/25/96
Bonded By Service Ins
No. CC238311
☒ Personally Known ☐ Other & C.

Articles Of Incorporation Of
NEUMANN MANAGEMENT OF S.W. FLORIDA, INC.

P95000049388

ARTICLES OF MERGER
Merger Sheet

MERGING:

NEUMANN MANAGEMENT OF S.W. FLORIDA, INC., a Florida corporation,
P95000049388

INTO

NEUMANN USA, INC., a Florida corporation, P93000035298

File date: March 13, 1996

Corporate Specialist: Steven Harris