

P96000009010

**GARRY R. SPEAR, P.A.**  
**A PROFESSIONAL CORPORATION**  
**ATTORNEYS AT LAW**  
7280 W. Palmetto Park Road  
Suite 204-N  
Boca Raton, Florida 33433  
(407) 391-1944 (office) (407) 391-0096 (facsimile)

Garry R. Spear  
Lauren A. Cohen (licensed only in Canada)

(407) 391-2811

January 5, 1995

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

100001688331  
-01725/00--01008--010  
\*\*\*\*\*70.00 \*\*\*\*\*70.00


Re: Filing of Articles of Incorporation  
Sunny Palms Professional Group, Inc.

Dear Sir or Madam:

Please file the enclosed Articles of Incorporation for **Royal Palm Professional Group, Inc.** The \$35.00 filing fee, together with the \$35.00 registered agent fee, are enclosed.

Thank you for your assistance in this matter.

Sincerely,



Lauren A. Cohen  
Incorporator

Enclosure  
cc: file

FILED  
JAN 25 PM 4:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
JAN 25 PM 4:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Handwritten signature and date: 1-28-95*

**ARTICLES OF INCORPORATION  
OF  
SUNNY PALMS PROFESSIONAL GROUP, INC.**

**FILED**  
96 JAN 25 PM 4:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE ONE**

**CORPORATE NAME**

The name of the corporation shall be:

**SUNNY PALMS PROFESSIONAL GROUP, INC.**

**ARTICLE TWO**

**DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE THREE**

**PURPOSE**

The corporation may transact any and all lawful activity for  
which corporations may be organized under the  
Florida General Corporation Act.

**ARTICLE FOUR**

**CAPITAL STOCK**

The aggregate number of shares which the corporation has authority to issue is 100 shares,  
all of which shall be common shares with \$1.00 par value.

## **ARTICLE FIVE**

### **MAILING ADDRESS AND PRINCIPAL PLACE OF BUSINESS**

The mailing address and the principal place of business is:

3323 West Commercial Boulevard, #110  
Ft. Lauderdale, Florida 33309

## **ARTICLE SIX**

### **REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation 3323 West Commercial Boulevard, #110, Ft. Lauderdale, Florida 33309, and the initial registered agent at such address is Doug Miller.

## **ARTICLE SEVEN**

### **BOARD OF DIRECTORS**

The number of members of the Board of Directors may be changed from time to time as provided by the By-Laws of the corporation as adopted by the stockholders; but, in no event shall the Board of Directors consist of less than one (1) member at any time.

## **ARTICLE EIGHT**

### **INITIAL DIRECTORS**

The initial Board of Directors shall consist of two (2) members who shall hold office until the first meeting of the corporation and whose name and address are as follows:

Barry Goldstein  
3323 West Commercial Blvd., #110  
Ft. Lauderdale, Florida 33309

Doug Miller  
3323 West Commercial Blvd., #110  
Ft. Lauderdale, Florida 33309

ARTICLE NINE

INCORPORATORS

The name and address of each Incorporator executing the Articles of Incorporation is as follows:

Lauren A. Cohen  
7280 W. Palmetto Park Road, #204  
Boca Raton, Florida 33433

ARTICLE TEN

COMMENCEMENT DATE

The corporation shall be deemed to commence its existence upon the date the Charter Number is assigned to the corporation by the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, I have subscribed my name as Incorporator of the corporation this 31st day of December, 1995.

Lauren A. Cohen  
Lauren A. Cohen

STATE OF FLORIDA:

COUNTY OF BROWARD:

BEFORE ME, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Lauren A. Cohen, to me known to be the person described as Incorporator in the foregoing Articles of Incorporation, who produced a driver's license as identification, and who took an oath and acknowledged before me that she executed said Articles of Incorporation.

WITNESS my hand and official seal this 31st day of December, 1995.

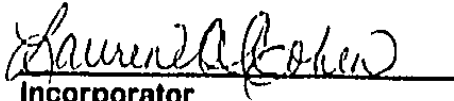
Danielle Osuna  
Danielle Osuna  
Notary Public  
State of Florida

My Commission Expires:

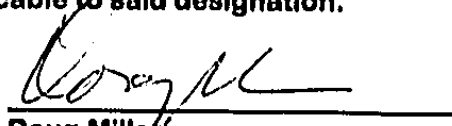


**CERTIFICATE OF DESIGNATION  
OF REGISTERED AGENT  
FOR SERVICE OF PROCESS**

The undersigned hereby designates Doug Miller as its Registered Agent to accept service of process within this state.

  
Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the Articles of Incorporation, the undersigned hereby accepts the foregoing designation as Registered Agent for service of process with the State of Florida, and agrees to comply with the provisions of the law applicable to said designation.

  
Doug Miller

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA