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DEPARTMENT OF STATE 1002 W. FLAGLER ST.
STATE OF FLORIDA SUITE 100
09 W. GAINES STREET MIAMI FL 33136-9-0000
TALLAHASSEE, FL 32309 CONTACT: RAY STORMONT
FAX: (904) 222-0000 PHONE: (305) 541-3894
FAX: (305) 541-3770
((H98000001487))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: ZONE 10, INC.

FAX AUDIT NUMBER: H98000001487

CURRENT STATUS: REQUESTED

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95 JAN 31 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1/31

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56 JAN 31 PM 2:23

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ARTICLES OF INCORPORATION
OF
ZONE 10, INC.

FILED
JAN 31 PM 3:27
\$5.02
CLERK OF DISTRICT COURT
HOMESTEAD, FLORIDA

I, the undersigned incorporator of this corporation under Florida Statute 607, as amended, do hereby associate myself to form a corporation and adopt the following Articles of Incorporation.

ARTICLE I

NAME OF CORPORATION

The name of this corporation is:

ZONE 10, INC.

EFFECTIVE DATE
1-30-96

The principal office is located at 18455 SW 264 Street, Homestead, Florida, 33031.

ARTICLE II

PURPOSE AND NATURE OF BUSINESS

The purpose of this corporation and general nature of the business to be conducted are as follows:

To engage in any business activity or endeavor which is lawful under the laws of the State of Florida, and the United States of America.

ARTICLE III

DURATION OF CORPORATION

This corporation is to have perpetual existence commencing on the date of execution and acknowledgment of these Articles of Incorporation.

This Instrument Prepared By:
John P. Maas, Esq.
LAW OFFICES OF HELLMAN & MAAS
44 N.E. 16th St
Homestead, FL 33030
FLORIDA BAR NO: 435910
(305) 247-7132

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ARTICLE IVCAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one hundred (100) shares of Common Stock, each share having no par value.

ARTICLE VINITIAL CAPITAL CONTRIBUTION

The amount of capital with which this corporation shall begin business shall not be less than Five Hundred (\$500.00) Dollars.

ARTICLE VISUBSCRIBERS

The names and addresses of the subscribers of these Articles of Incorporation and the number of shares they have elected to take are as follows:

<u>SUBSCRIBER</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
JOHN C. DeMOTT and CAROLYN G. DeMOTT, his wife	18455 SW 264 Street Homestead, Florida 33031	50
GARY ANTOSH and TERRI ANTOSH, his wife	18455 SW 264 Street Homestead, Florida 33031	50

ARTICLE VIIDIRECTORS

The initial number of Directors of this corporation shall be two (2). The number of Directors may either be increased or decreased from time to time by a vote of the stockholders in

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conformity with the By-Laws of the Corporation but shall never be less than one (1).

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The names and addresses of the members of the initial Board of Directors who, subject to the provisions of the Certificate of Incorporation, the By-Laws and the corporation Laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until his or her successors are elected and qualified, are:

NAME

ADDRESS

JOHN C. DeMOTT

18455 SW 264 Street
Homestead, Florida 33031

GARY ANTOSH

18455 SW 264 Street
Homestead, Florida 33031

ARTICLE IX

VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purpose shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE X

PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance

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of fractional shares) at the price at which it is offered to others.

ARTICLE XI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 44 NE 16 Street, Homestead, Florida 33030, and the name of the initial Registered Agent of this corporation at that address is John P. Maas, Esquire.

ARTICLE XII

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former Officer or director, to the full extent permitted by law.

DATED this 30th day of January, 1996.

John C. DeMott
JOHN C. DeMOTT

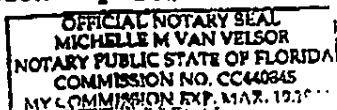
STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared JOHN C. DeMOTT, to me well known to be the person described in and who acknowledged before me, according to law, that he made and subscribed the same for the purpose therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Dade County, State of Florida, this 30th day of January, 1996.

My Commission Expires:



Michelle M. Van Velsor
NOTARY PUBLIC - STATE OF FLORIDA
Print Name: Michelle M. Van Velsor
Commission No: _____

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE PURPOSE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST, THAT ZONE 10, INC. IS DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT MIAMI, STATE OF FLORIDA, HAS NAMED JOHN P. MAAS, AT 44 NE 16 Street, Homestead, Florida, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature: 

JOHN C. DEMOTT

Title: President

Date: January 30, 1996

Having been named to accept services of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature: 

JOHN P. MAAS

Date: January 30, 1996

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96 JAN 31 PM 3:22
CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

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J. HOWARD SHEFFIELD, P. A.
ATTORNEYS AT LAW

J. HOWARD SHEFFIELD
SCOTT R. BOATRIGHT

REPLY TO: Baymeadows Road

4209 BAYMEADOWS ROAD, SUITE 4
JACKSONVILLE, FLORIDA 32217
TELEPHONE (904) 733-7900
FACSIMILE (904) 730-4111

530-15 WILKS ROAD
ORANGE PARK, FLORIDA 32073
TELEPHONE (904) 264-4700
FACSIMILE (904) 264-0044

August 19, 1996

VIA UPS NEXT DAY AIR

Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

300001925892
-08/20/96--01123--003
****122.50 ****122.50

RE: WESTCHASE MANOR, INC.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for the referenced corporation with resident agent designation attached.

Also enclosed is our check in the amount of \$122.50 for the filing fee as follows:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	<u>35.00</u>
Total	<u>\$122.50</u>

Please return the certified copy to us. Thank you for your assistance.

Very truly yours,

Susan Foster

P. Susan Foster ;

/sf
Enclosures

ARTICLES OF INCORPORATION

OF

WESTCHASE MANOR, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

ARTICLE I

Name

Section 1.1. Name. The name of the corporation is Westchase Manor, Inc.

ARTICLE II

Duration

Section 2.1. Duration. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE III

Purposes

Section 3.1. Purposes. This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IV

Capital Stock

Section 4.1. Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 100 shares of voting common stock.

The shares of stock may be issued for such consideration, as is determined from time to time by the board of directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and non-assessable.

ARTICLE V

Principal Office

The principal office and mailing address of the corporation is 5175 Blanding Boulevard, Jacksonville, Florida 32210.

ARTICLE VI

Initial Registered Office and Agent

Section 6.1. Name and Address. The street address of the initial registered office of this corporation is 4209 Baymeadows Road, Suite 4, Jacksonville, Florida 32217, and the name of the initial registered agent of this corporation is J. Howard Sheffield, whose address is 4209 Baymeadows Road, Suite 4, Jacksonville, Florida 32217.

ARTICLE VII

Directors

Section 7.1. Number. This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 7.2. Initial Directors and Officers. The names and street addresses of the members of the first board of directors and officers of the corporation are:

<u>NAME</u>	<u>STREET ADDRESS</u>
Edward L. Toney, Jr. President/Secretary/Director	5175 Blanding Boulevard Jacksonville, Florida 32210

Section 7.3. Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

Section 7.4. Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VIII

Bylaws

Section 8.1 Bylaws. The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.


ARTICLE IX

Incorporator

Section 9.1. Name and Address. The name and street address of the incorporator of this corporation is:

J. Howard Sheffield 4209 Baymeadows Road, Suite 4
Jacksonville, Florida 32217

IN WITNESS WHEREOF, the incorporator has executed these Articles the 19th day of August, 1996.

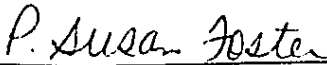


J. HOWARD SHEFFIELD

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 19th day of August, 1996 by J. Howard Sheffield who is personally known to me.



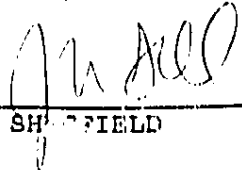
Notary Public
My Commission expires:



**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with FLA. STAT. Sections 48.091 and 607.0501,
the following is submitted:

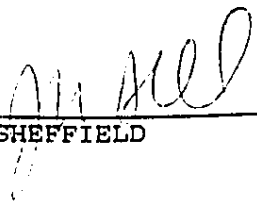
Westchase Manor, Inc., desiring to organize or qualify under the
laws of the State of Florida hereby designates **J. Howard Sheffield**
its registered agent to accept service of process within the State
of Florida and the address of its registered office shall be 4209
Baymeadows Road, Suite 4, Jacksonville, Florida 32217.



J. HOWARD SHEFFIELD

Dated: August 19, 1996

Having been named to accept service of process for the above
stated corporation, at the place designated in this certificate, I
hereby agree to act in this capacity, and I further agree to comply
with the provisions of all statutes relative to the proper and
complete performance of my duties.



J. HOWARD SHEFFIELD

Dated: August 19, 1996