

P 96000013697

Archie Tengzelius  
2600 Pine Ridge Way S. D-2  
Palm Harbor, Florida  
34684

(813) 781-9160

January 22, 1996

New Filings Section, Div. of Corps.  
Florida Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314

FILED  
96 FEB 14 AM 8:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

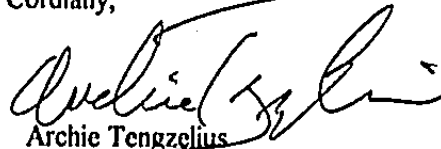
Enclosed, please find a check in the amount of seventy dollars (\$70) and an executed copy of the Articles of Incorporation for a new corporation. Please file same and send me the assigned document number for IRS and banking use.

Thank you for your cooperation in this matter and should you wish to communicate with me by telephone, the number listed above is a daytime number.

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-01/24/96--01046--012  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

FSN JAN 29 1996

Cordially,

  
Archie Tengzelius

00789,

00634,

00615

W96-2133



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 29, 1996

ARCHIE TENGZELIUS  
2600 PINE RIDGE WAY S, D-2  
PALM HARBOR, FL 34684

SUBJECT: NATIONAL ASSOCIATION OF MANAGERS, INC.  
Ref. Number: W96000002133

We have received your document for NATIONAL ASSOCIATION OF MANAGERS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6052.

Sandy Ng  
Document Specialist

Letter Number: 796A00003723

# ARTICLES OF INCORPORATION OF

National Association of Managers, Inc.  
2600 Pine Ridge Way S. D-2  
Palm Harbor, Florida, 34684

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96 FEB 14 AM 8:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

## ARTICLE ONE

The name of this corporation shall be: National Association of Managers, Inc.

## ARTICLE TWO

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

## ARTICLE THREE

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

Transact any and all lawful business.

Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner be reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute 607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentally thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporate may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of its payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its Articles of Incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute 607.014;

#### **ARTICLE FOUR**

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 7,000 shares, having an individual par value of \$1.00.

Unless otherwise stated in these Articles, or in an amendment to these Articles, there shall be only one (1) class of stock of this corporation.

#### ARTICLE FIVE

The street address of the initial registered office and name of the initial Residential Agent of this corporation shall be: Archie Tengzellus, 2600 Pine Ridge Way S. D-2, Palm Harbor, Florida, 34684

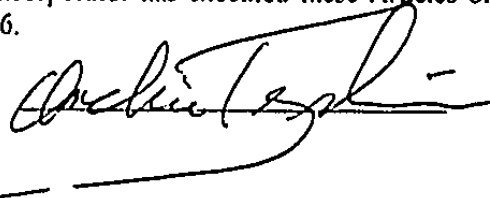
#### ARTICLE SIX

The initial Board of Directors shall consist of a total of one person, and the name and address of the person who is to serve as initial director is: Archie Tengzellus, 2600 Pine Ridge Way S. D-2, Palm Harbor, Florida, 34684

The name and address of the incorporator executing these Articles of Incorporation is: Archie Tengzellus, 2600 Pine Ridge Way S. D-2, Palm Harbor, Florida, 34684

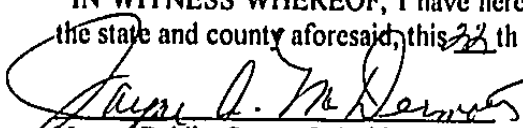
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22th day of JAN, 1996.

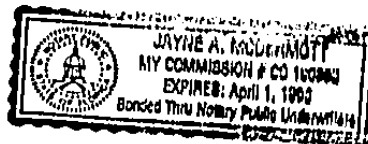
STATE OF FLORIDA  
COUNTY



Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 22th day of JAN, 1996.

  
Notary Public, State of Florida at Large  
My Commission Expires: 4-1-96



Archie Tengzelius  
2600 Pine Ridge Way S. D-2  
Palm Harbor, Florida  
34684

(813) 781-9160

February 8, 1996

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

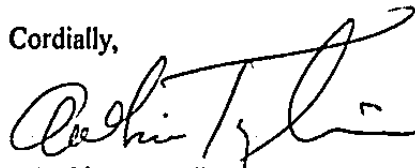
Attention: Sandy Ng

Enclosed, please find a revised document. Note that the principal corporate address and the resident agent address is shown to be one in the same so as to conform to your requirements as indicated in your communication (copy inclosed).

I hereby certify that as resident agent for National Association of Managers, Inc., I am familiar with and accept the duties and responsibilities of corporation registered agent according to Florida Statutes 607.0202(1)(b) and 617.0202(1)(b). I have included this certification within the document.

Thank you for your cooperation in this matter and should you wish to communicate with me by telephone, the number listed above is a daytime number.

Cordially,

  
Archie Tengzelius

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA