

Feb. 14, 1996 10:30AM

HARLEE PORGES HAMLIN & HAMRICK

N. 7409 N. 136

**H96000013936**

2/14/96

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING INQUIRY MENU

9:49

--- INQUIRY FUNCTIONS ---

1. ELECTRONIC FILING INQUIRY BY ACCOUNT NUMBER
2. ELECTRONIC FILING INQUIRY BY REQUEST DATE (MM/DD/YY)
3. ELECTRONIC FILING INQUIRY BY CORPORATE NAME
4. ELECTRONIC FILING INQUIRY BY DOCUMENT TYPE
5. ELECTRONIC FILING INQUIRY BY FAX AUDIT NUMBER

--KEY--

\*\*NO KEY\*\*

REQUEST DATE  
CORPORATE NAME  
DOCUMENT TYPE  
FAX AUDIT NUMBER

--- OTHER FUNCTIONS ---

6. RETURN TO ELECTRONIC FILING REQUEST MENU

--KEY--

\*\*NO KEY\*\*

ENTER SELECTION NUMBER, 1 THRU 6, A BLANK AND THE KEY (IF REQUIRED).

INVALID FAX AUDIT NUMBER ENTERED.

2/14/96

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM

9:50

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ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: HARLEE, PORGES, HAMLIN & HAMRICK  
1205 MANATEE AVE W

DEPARTMENT OF STATE

STATE OF FLORIDA

409 EAST GAINES STREET

TALLAHASSEE, FL 32399

FAX: (904) 922-4000

BRADENTON FL 34205-000008-

CONTACT: LINDA JONES

PHONE: (941) 748-3770

FAX: (941) 746-4160

((H96000002136)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.

NAME: SUNCOAST OF MANATEE, INC.

FAX AUDIT NUMBER: H96000002136

CURRENT STATUS: REQUESTED

DATE REQUESTED: 02/14/1996

TIME REQUESTED: 09:46:29

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 5

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 076077002227

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Au

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

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**ARTICLES OF INCORPORATION**

**OF**

**SUNCOAST OF MANATEE, INC.**

**ARTICLE I. NAME**

The name of this corporation shall be **SUNCOAST OF MANATEE, INC.**

**ARTICLE II. PRINCIPAL OFFICE**

The mailing address and principal place of business of the corporation is 1111 Third Avenue West, Suite 200, Bradenton, Florida 34205.

**ARTICLE III. COMMENCEMENT & DURATION**

The commencement of this corporation's existence shall be at the time of signing of these Articles Of Incorporation. This corporation's duration shall be perpetual.

**ARTICLE IV. PURPOSE**

The general purposes for which the corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

Prepared by:

Gregory J. Forges, Esquire  
Harlee, Forges, Hamlin & Hamrick, P.A.  
1205 Manatee Avenue West  
Bradenton, FL 34205  
Florida Bar No. 0347283

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B. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

#### ARTICLE V. CAPITAL STOCK

This corporation shall have the authority to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common capital stock.

#### ARTICLE VI. PREEMPTIVE RIGHTS

Each shareholder of the corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

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#### ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be two  
(2). 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 (1).

The names of the individuals who shall serve as the Initial Board Of Directors are:

C. Donald Miller, Jr.  
Hewitt D. Miller

#### ARTICLE VIII. INDEMNIFICATION

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

#### ARTICLE IX. INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's initial registered office shall be: 1205 Manatee  
Avenue West, Bradenton, Florida 34205.

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

#### ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's  
incorporator is: Gregory J. Porges, 1205 Manatee Avenue West, Bradenton, Florida 34205.

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**ARTICLE XI. AMENDMENT OF ARTICLES**

The power to adopt, alter, amend or repeal the Articles Of Incorporation of this corporation shall be vested in the shareholders by a vote of the shareholders.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 14th day of February, 1996.

  
GREGORY J. PORGES, Incorporator

STATE OF FLORIDA  
COUNTY OF MANATEE

On February 14, 1996, GREGORY J. PORGES, designated above as the individual who shall serve as this corporation's incorporator, who is personally known to me personally appeared before me and signed these Articles Of Incorporation.



OFFICIAL SEAL  
SANDRA K. DUNBAR  
My Commission Expires  
July 28, 1998  
Comm. No. CC 213880

  
Notary Public, State of Florida**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of SUNCOAST OF MANATEE, INC., which is contained in the foregoing Articles of Incorporation. Pursuant to Section 607.0501(3), Florida Statutes (1993), I hereby state that I am familiar

Feb. 14. 1996 10:21AM HARLEE PORGES HAMLIN & HAMRICK

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with and accept the duties, obligations and responsibilities as Registered Agent for said corporation.

DATED this 14th day of February, 1996.

  
GREGORY J. PORGES Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA