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**SMALLWOOD AND KELLEY**  
ATTORNEYS AT LAW

DONALD T. SMALLWOOD  
RICHARD NICK KELLEY

PERSONAL INJURY AND  
WRONGFUL DEATH  
CRIMINAL LAW  
MARITAL AND FAMILY LAW

March 20, 1996



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800 S. BRAUMONT AVENUE  
KISSIMEE, FLORIDA 34741

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

Re: Articles of Incorporation for A.H.S. INC.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for A.H.S., INC. for filing. Please return the conformed copy to the undersigned.

Should you have any questions, please do not hesitate to call.  
Thank you for your assistance in this matter.

Sincerely,

  
Donald F. Smallwood

/amw  
encs.

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DIVISION OF CORPORATIONS  
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3/28/96

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION  
OF  
A.H.S., INC.

The undersigned subscribed to these Articles of Incorporation, a natural person competent to contract, hereby executes and assents to the within Articles of Incorporation for the purposes of forming a corporate body under and by virtue of the laws of the State of Florida, and specifically under and by virtue of Chapter 607, Florida Statutes, as amended.

ARTICLE I

NAME OF CORPORATION AND MAILING ADDRESS

The name of the corporation is A.H.S., INC. The corporate mailing address is P.O. Box 450037, Kissimmee, FL 34745-0037.

ARTICLE II

DURATION

The duration of the corporation is perpetual. Corporate existence shall commence upon the filing of these Articles with the Secretary of State of the State of Florida.

ARTICLE III

PURPOSE

The purpose of the corporation is to conduct any or all lawful business for which corporations may be incorporated under Chapter 607.0301, Florida Statutes, as now exists or may after be amended.

ARTICLE IV

CAPITALIZATION

The aggregate number of shares of stock which this corporation may issue is 100 shares at \$1.00 per share.

## ARTICLE V

### **PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## ARTICLE VI

### **REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office and the agent is GEORGE ARNOLD, 11955 South Orange Blossom Trail, Orlando, FL 32837 (Mailing Address: P.O. Box 450037, Kissimmee, FL 34745-0037).

## ARTICLE VII

### **INITIAL DIRECTOR(S)**

There shall be four (4) initial director(s) of the corporation, who shall be as follows:

<u>Name</u>	<u>Address</u>
GEORGE ARNOLD President/Chairman	P.O. Box 450037 Kissimmee, FL 34745-0037
JIMMY D. HOBBY Vice President	P.O. Box 450037 Kissimmee, FL 34745-0037
BRENDA WHILFIGER Secretary	P.O. Box 450037 Kissimmee, FL 34745-0037
JOHN M. JOHNSON Treasurer	P.O. Box 450037 Kissimmee, FL 34745-0037

The number of directors may be either increased or decreased from time to time by the Bylaws; however, there shall never be less than one director nor more than five.

## ARTICLE VIII

### INCORPORATOR

The incorporator is GEORGE ARNOLD, whose address is P.O. Box 450037, Kissimmee, FL 34745-0037.

## ARTICLE IX

### LIMITATION OF LIABILITY

Each director and officer, in consideration for his or her services, shall be indemnified, whether then in office or not, for the reasonable costs and expenses incurred by him or her in connection with the defense of, or for advice concerning, any claim asserted or proceeding brought against him or her by reason of his or her being or having been a director or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by Florida Statutes Chapter 607.0850. The foregoing right of indemnification shall be inclusive of any other rights to which any director or officer may be entitled as a matter of law.

## ARTICLE X

### SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be effected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in, or a director or officer, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or persons, firm, or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association, or corporation in which he or she may be in anywise interested. Any director of the corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled corporation without regard to the fact that he or she is also a director of such subsidiary or controlled corporation.

ARTICLE XI

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, being the original subscriber to the capital stock hereinbefore named, have hereunto set my hand and seal on the date indicated.


  
\_\_\_\_\_  
GEORGE ARNOLD

3-20-96  
\_\_\_\_\_  
Date


STATE OF FLORIDA  
COUNTY OF OSCEOLA

Before me, the undersigned officer, duly authorized to take acknowledgments and administer oaths, this day, personally appeared GEORGE ARNOLD, to me known and known to me to be the individual described in and who executed the foregoing instrument and who after first being duly sworn states that he executed the foregoing instrument for the purposes therein expressed and that the statements therein contained are true and correct.

WITNESS my hand and official seal this 20<sup>th</sup> day of March, 1996.

  
\_\_\_\_\_  
Notary Public-State of Florida

(SEAL)


  
\_\_\_\_\_  
Printed Notary Signature  
ANN M. WENDLING  
MY COMMISSION # CC 502483  
EXPIRES: November 2, 1999  
Bonded Thru Notary Public Underwriters

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

ACCEPTANCE OF DESIGNATION

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Having been designated as Resident Agent for the above-named corporation to accept service of process at the address below, I hereby accept said designation and agree to act in this capacity and to comply with the provisions of said act relative to keeping open said office.

  
\_\_\_\_\_  
GEORGE ARNOLD  
Resident Agent

11955 South Orange Blossom Trail  
Orlando, FL 34837

Mailing Address:  
P.O. Box 450037  
Kissimmee, FL 34745-0037