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96 APR 18 AM 9 13

ACCOUNT NO. : 072100000032

REFERENCE : 922923 112569A

AUTHORIZATION : *Patricia Pizutto*

COST LIMIT : \* 122.50

ORDER DATE : Apr 11 18, 1996

ORDER TIME : 9:39 AM

ORDER NO. : 922923

CUSTOMER NO: 112569A

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CUSTOMER: Ms. Gloria Aycrigg  
GIBSON & VALENTI, P.A.

212 East Stuart Avenue

Lake Wales, FL 33853

DOMESTIC FILING

NAME: SHERI'S PLACE, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

*TH*  
*4-19-96*

ARTICLES OF INCORPORATION  
OF  
**SHERI'S PLACE, INC.**

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The undersigned, acting as an incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name of the corporation is **Sheri's Place, Inc.**

ARTICLE II. DURATION

The period of duration of the corporation is perpetual, commencing on the date of filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporation shall have the authority to have outstanding at any one time is 100 authorized shares of Capital Stock with a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE V. ADDRESS OF PRINCIPAL OFFICE

The initial street address in Florida of the initial registered office of the corporation is 1560 Havendale Boulevard, Winter Haven, Florida 33881, and the name of the initial registered agent at such address is Cheryl L. Foit. The principal office address shall be the same. The mailing address is 121 North Lake Florence Drive, Winter Haven, Florida 33884.

#### ARTICLE VI. DIRECTORS

The initial board of directors shall consist of 1 member initially, who need not be a resident of the State of Florida but who must be a shareholder of the corporation. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one (1).

#### ARTICLE VII. BOARD OF DIRECTORS

The name and address of the person who shall serve as the initial board of director until the first annual meeting of shareholders, or until her successor(s) shall have been elected and qualified, are as follows:

<u>Name</u>	<u>Address</u>
Cheryl L. Foit	121 North Lake Florence Drive Winter Haven, Florida 33884

#### ARTICLE VIII. INCORPORATOR

The name and address of the initial incorporator is as follows:

<u>Name</u>	<u>Address</u>
Cheryl L. Foit	121 North Lake Florence Drive Winter Haven, Florida 33884

The incorporator of the corporation assigns to this corporation his rights under Chapter 607, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

#### ARTICLE IX. PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money (money, or any property or services) from time to time, in addition to that stock authorized (authorized and issued) by the

corporation. The preemptive right of any holder is determined by the number of the authorized (authorized and issued) shares of common stock held by that holder as a percentage of all shares of common stock currently authorized (authorized and issued).

#### ARTICLE X. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

#### ARTICLE XI. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

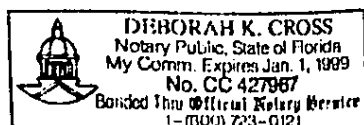
IN WITNESS WHEREOF, the undersigned has made and subscribed of these Articles of Incorporation at Lake Wales, Florida, on the 17 day of April, 1996.

Cheryl L. Foit  
Cheryl L. Foit, Incorporator

STATE OF FLORIDA  
COUNTY OF POLK

BEFORE ME, the undersigned authority, personally appeared Cheryl L. Foit, personally known to me or who produced N/A as identification and who did (did not) take an oath, the person described in and who subscribed the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Lake Wales, in said County and State this 17 day of April, 1996.



Deborah K. Cross  
Notary Public  
My Commission Expires:

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned, being the person appointed in the foregoing Articles of Incorporation as the Registered Agent for **Sheri's Place, Inc.**, and being familiar with the obligations of the position, hereby accepts such appointment this 17 day of April, 1996.

Cheryl L. Foit  
Cheryl L. Foit  
Registered Agent

96 APR 18 AM 9 12  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA