



1201 HAYS STREET  
TALLAHASSEE, FL 32310-0707  
904-222-1111  
904-222-1118

800-14-8000

0916000060561

PREPARED  
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 025287 80983A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : July 19, 1996

ORDER TIME : 9:13 AM

ORDER NO. : 025287

CUSTOMER NO: 80983A

CUSTOMER: Geraldine A. Mills, Legal Asst  
GREENE, DONNELLY, SCHERMER,  
TIPTON & MOSELY, PA  
1301 Sixth Avenue West  
Suite #505  
Bradenton, FL 34205

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-07/19/96--01019--003  
\*\*\*\*122.50 \*\*\*\*122.50

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUL 19 PM 12:06

DOMESTIC FILING

NAME: TRG&G, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

CP  
7/19/96



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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May 7, 1996

ROBERT F. GREENE  
1301 SIXTH AVENUE WEST  
SUITE 505  
BRADENTON, FL 34205

MAY - 9 5

The name TRG & G, INC. has been reserved for 120 days beginning May 7, 1996. The reservation number is R96000002320 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Becky McKnight

Letter number: 196A00022068

**ARTICLES OF INCORPORATION**  
**OF**  
**TRG&G, INC.**

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The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation shall be:

TRG&G, INC.

**ARTICLE II. PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

1001 3rd Ave. West, Suite 400  
Bradenton, Florida 34205

**ARTICLE III. CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a face or par value of \$.10 per share.

**ARTICLE IV. NO PREEMPTIVE RIGHTS**

No holder of shares of the Capital Stock of any class of the Corporation shall have any preemptive or preferential right of subscription to any shares of any class of stock of the

Corporation, whether now or hereafter authorized, or to any obligations convertible into stock of the Corporation, issued or sold, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine from time to time and at such price as the Board of Directors may fix from time to time; and any shares of stock or convertible obligations which the Corporation may determine to offer for subscription to the holders of stock may be offered to more than one class of stock, as the Board of Directors shall determine, in such proportions as between said classes of stock as the Board of Directors in its discretion may determine. As used in this paragraph, the expression "convertible obligations" shall include any notes, bonds or other evidences of indebtedness to which are attached or with which are issued warrants or other rights to purchase stock of the Corporation of any class or classes. The Board of Directors is hereby expressly authorized in its discretion in connection with the issue of any obligations or stock of the Corporation (but without intending hereby to limit its general power so to do in any other cases) to grant rights or options to purchase stock of the Corporation of any class upon such terms and during such periods as the Board of Directors shall determine and to cause such rights or options to be evidenced by such warrants or other instruments as it may deem advisable.

#### **ARTICLE V. AFFILIATED TRANSACTIONS**

The Corporation, pursuant to Section 607.0901(5)(a) Florida Statutes, expressly elects not to be governed by Section 607.0901 Florida Statutes, pertaining to Affiliated Transactions.

#### **ARTICLE VI. INDEMNIFICATION**

The Corporation shall have the power and authority to indemnify any officer, director, agent or employee of the Corporation, or any former officer, director, agent or employee of the Corporation, or any person who is or was serving at the request of the Corporation as a director, officer, employee, or agent of another Corporation, partnership, joint venture, trust, or other enterprise, to the fullest extent permitted by applicable law, in accordance with the Corporation's Bylaws, pursuant to an agreement authorized by the Board of Directors with such person and as otherwise permitted under the Florida Business Corporation Act, as in effect from time to time.

#### **ARTICLE VII. INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

Robert F. Greene  
1301 6th Ave. W., Suite 505  
Bradenton, Florida 34205

#### **ARTICLE VIII. INCORPORATOR(S)**

The name and street address of the incorporator to these Articles of Incorporation is:

Robert F. Greene  
1301 6th Ave. W., Suite 505  
Bradenton, Florida 34205

The undersigned has executed these Articles of Incorporation this 18th day of July, 1996.

  
Robert F. Greene, Incorporator

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

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DIVISION OF CORPORATIONS  
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Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is :  
TRG&G, INC.
2. The name and address of the registered agent and office is:

Robert F. Greene  
1301 Sixth Avenue West, Suite 505  
Bradenton, Florida 34205



Name: Robert F. Greene  
Title: Incorporator  
Date: July 18, 1996

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Registered Agent  
Date: July 18, 1996