

P96000060650

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** ALSO ADMITTED IN OHIO AND KENTUCKY
† ALSO ADMITTED IN MASSACHUSETTS

July 10, 1996

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-07/11/96--01049--017
***122.50 ***122.50

VIA FEDERAL EXPRESS

Attn: Corporations Division
Secretary of State
Bureau of Corporate Records
409 East Gaines Street
Tallahassee, Florida 32399

EFFECTIVE DATE

7-17-96

Re: Heritage Properties, Inc.
Effective Date: July 17, 1996

Dear Sir or Madam:

Enclosed are the original and a duplicate copy of the Articles of Incorporation of the above proposed corporation. The duplicate copy has been subscribed and acknowledged by the subscriber in the same manner as the original. Please endorse your approval of the Articles of Incorporation on the duplicate copy, and return a certified copy to this office.

Also enclosed is a certificate designating place of business or domicile for service of process within this State, naming agent upon whom process may be served.

A check is also enclosed in the total amount of \$122.50 to cover the \$35.00 filing fee, the \$52.50 fee for the certified copy of the Certificate of Incorporation, and the \$35.00 fee for designation of registered agent.

Yours very truly,

Ivan M. Lefkowitz
Ivan M. Lefkowitz

IML:sr
Enclosures
cc: Thomas C. Gibbs, M.D.

FILED
96 JUL 19 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

789,502,671
2096-14610

D. BROWN JUL 19 1996

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July 17, 1996

VIA FEDERAL EXPRESS

**Doris Brown, Document Specialist
Secretary of State
Bureau of Corporate Records
409 East Gaines Street
Tallahassee, Florida 32399**

**Re: Thomas-Jason Properties, Inc.
Your Reference Number: W96000014610**

Dear Ms. Brown:

In connection with the above-referenced proposed corporation, I have enclosed herewith two signed original Articles of Incorporation, with Certificate of Designation of Registered Agent/Registered Office attached. In addition, enclosed please find a copy of your letter dated July 12, 1996, referencing the above number, in which you returned previously submitted Articles of Incorporation, which were rejected by the Secretary of State.

The enclosed Articles of Incorporation are being submitted in lieu of Articles for "Heritage Properties, Inc." and accordingly, the filing fee of \$122.50 is in the possession of the Secretary of State. Please endorse your approval of the Articles of Incorporation on the duplicate copy, and return a certified copy to this office.

Please contact me if you have any questions.

Yours very truly,


Ivan M. Lefkowitz

IML:sr

Enclosures

cc: Thomas C. Gibbs, M.D.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 12, 1996

IVAN M. LEFKOWITZ, ESQ.
LEFKOWITZ, KOLTUN & TOPHAM, P.A.
430 NORTH MILLS AVENUE
ORLANDO, FL 32803

SUBJECT: HERITAGE PROPERTIES, INC.
Ref. Number: W96000014610

We have received your document for HERITAGE PROPERTIES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6972.

Doris Brown
Document Specialist

Letter Number: 496A00033945

ARTICLES OF INCORPORATION
OF
THOMAS-JASON PROPERTIES, INC.

EFFECTIVE DATE
7-17-96

FILED
96 JUL 19 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is THOMAS-JASON PROPERTIES, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on the date of execution of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT,
AND CORPORATE ADDRESS

The street address of the initial registered agent of this corporation shall be:

430 North Mills Avenue
Orlando, Florida 32803

The name of the initial registered agent of this corporation at that address shall be:

IVAN M. LEFKOWITZ

The street address of the corporate offices shall be:

820 Lucerne Terrace
Orlando, Florida 32801

ARTICLE VI - INITIAL BOARD OF DIRECTORS AND OFFICERS

A. This corporation shall have one (1) director initially. This number of directors may either be increased or diminished from time to time by the By-Laws but shall never be less than one (1).

B. The name and address of the initial director and officer of this corporation are as follows:

<u>Name</u>	<u>Address</u>	<u>Office</u>
THOMAS C. GIBBS	820 Lucerne Terrace Orlando, FL 32801	President/ Secretary/ Treasurer/ Director

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles are:

<u>Name</u>	<u>Address</u>
IVAN M. LEFKOWITZ	430 North Mills Avenue Orlando, Florida 32803

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17 day of July, 1996.


IVAN M. LEFKOWITZ

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
96 JUL 19 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

THOMAS-JASON PROPERTIES, INC.

2. The name and address of the registered agent and office is:

IVAN M. LEFKOWITZ
430 North Mills Avenue
Orlando, Florida 32803

Date: July 17, 1996

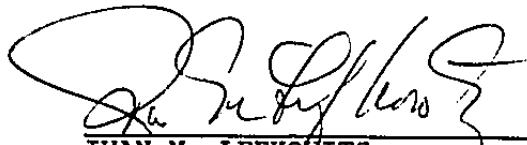


IVAN M. LEFKOWITZ, Subscriber

ACCEPTANCE

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.

Date: July 17, 1996



IVAN M. LEFKOWITZ