

P96000067693

TRANSMITTAL LETTER

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

SUBJECT: Golden Days Management, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM:

Ann F. Morgan
Name (printed or typed)
Unit 3, Lomark Plaza, P.O. Box 40
Address
Lomark Village, Fl. 32323
City, State & Zip
(904) 697-3891
Daytime Telephone number

Dmc
8-14-96

will wait

NOTE: Please provide the original and one copy of the articles.

FILED
95 AUG 14 PM 2:25
TALLAHASSEE, FLORIDA
RECEIVED
96 AUG 14 PM 2:12
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
GOLDEN DAYS MANAGEMENT, INC.

FILED
96 AUG 14 PM 2:25
TALLAHASSEE, FLORIDA

The undersigned Incorporator hereby files these Articles of Incorporation in order to form a Corporation under the laws of the State of Florida.

ARTICLE I.
Name and Principal Office

The name of this Corporation shall be Golden Days Management, Inc. The principal place of business and mailing address of this Corporation is Unit 3, Lanark Village Plaza, Post Office Box 487, Lanark Village, Florida 32323.

ARTICLE II.
Nature of Business

The Corporation may engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE III.
Stock

The authorized capital stock of this Corporation shall consist of 100 shares of common stock with a par value of \$1.00 per share. The stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors but not less than par value. Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock and such agreements may take the form of options, rights

of first refusal, buy and sell agreements, or any other lawful form of agreements.

**ARTICLE IV.
Powers**

This Corporation shall have all the corporate powers enumerated in the Florida Business Corporation Act.

**ARTICLE V.
Incorporator**

The name and street address of the Incorporator of this Corporation are as follows:

Anne Morgan
Unit 3, Lanark Village Plaza
Post Office Box 487
Lanark Village, Florida 32323

ARTICLE VI.

Term of Corporate Existence

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VII.

Address of Registered Office and Registered Agent

The street address of the initial Registered Office of this Corporation in the State of Florida shall be Unit 3, Lanark Village Plaza, Post Office Box 487, Lanark Village, Florida 32323. The name of the initial Registered Agent of the Corporation at the above address shall be Anne Morgan. The Board of Directors may from time to time change the Registered Office to any other address in the State of Florida or change the Registered Agent.

**ARTICLE VIII.
Number of Directors**

This Corporation shall have no less than one Director. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws adopted by the Shareholders.

**ARTICLE IX.
Initial Board of Directors**

The initial Board of Directors shall consist of one person. The name and street address of the member of the initial Board of Directors of this Corporation who shall hold office until the first annual meeting of the Shareholders and thereafter until his/her successor is elected is as follows:

Anne Morgan
Unit 3, Lanark Village Plaza
Post Office Box 487
Lanark Village, Florida 32323

**ARTICLE X.
Officers**

The Corporation shall have a president, a secretary and a treasurer and may have additional and assistant officers including, without limitation thereto, one or more vice-presidents, assistant secretaries and assistant treasurers. A person may hold more than one office. The names and addresses of the initial officers are as follows:

President, Secretary & Treasurer	Anne Morgan Unit 3, Lanark Village Plaza Post Office Box 487 Lanark Village, Florida 32323
-------------------------------------	---

ARTICLE XI.

Transactions In Which Directors Or Officers Are Interested

(a) No contract or other transaction between the Corporation and one or more of its Directors or officers or between the Corporation and any other Corporation, firm, or entity in which one or more of the Corporation's Directors or officers are Directors or officers or have a financial interest shall be void or voidable solely because of such relationship or interest or solely because such Director or Directors or officer or officers is present at or participates in the meeting of the Board of Directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction or solely because his or their votes are counted for such purpose, if:

(1) The fact of such relationship or interest is disclosed or known to the Board of Directors or the committee which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested Director or Directors; or

(2) The fact of such relationship or interest is disclosed or known to the Shareholders entitled to vote thereon and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

(3) The contract or transaction is fair and reasonable as to the Corporation at the time it is authorized by the Board of Directors, a committee thereof, or the Shareholders.

(b) Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee thereof which authorizes, approves, or ratifies such contract or transaction.

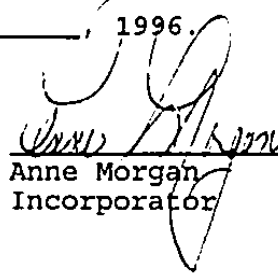
**ARTICLE XII.
Financial Information**

The Corporation shall not be required to prepare and provide a balance sheet and a profit and loss statement to its Shareholders. Nor shall the Corporation be required to file a balance sheet or profit and loss statement in its registered office. This provision shall be deemed to have been ratified by the Shareholders each year hereafter unless a resolution to the contrary has been adopted by the Shareholders.

**ARTICLE XIII.
Amendment**

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law and all rights conferred upon Shareholders hereunder are granted subject to this reservation.

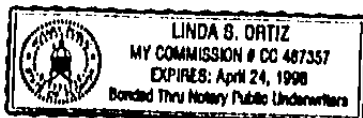
IN WITNESS WHEREOF, the undersigned, being the original subscribing Incorporator to the foregoing Articles of Incorporation, has executed these Articles of Incorporation this 12 day of August, 1996.



Anne Morgan
Incorporator

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 6th
day of AUGUST, 1996, by ANITA M. MORALES, who is
personally known to me and who did not take an oath.



Linda S. Ortiz
Signature of Notary Public
Linda S. Ortiz
Notary Seal/Stamp:

Reduced Id
Florida Drivers License
M485-042-47-966-0
exp 12-26-99

CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE

FILED
96 AUG 14 PM 2:25
TALLAHASSEE, FLORIDA

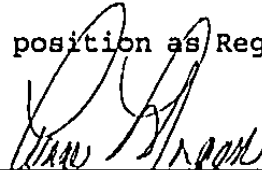
In compliance with Florida Statutes, Sections 48.091 and
607.0501, the following is submitted:

GOLDEN DAYS MANAGEMENT, INC. desiring to organize as a
corporation under the laws of the state of Florida, has designated
Unit 3, Lanark Village Plaza, Post Office Box 487, Lanark Village,
Florida 32323, as its initial registered office and has named Anne
Morgan, located at said address, as its initial Registered Agent.



Anne Morgan
Incorporator
Date: 8/14, 1996

Having been named Registered Agent and to accept service of
process for the above-stated corporation at the place designated in
this certificate, the undersigned hereby accepts said appointment
and agrees to act in this capacity. The undersigned further agrees
to comply with the provisions of all statutes relating to the
proper and complete performance of her duties and is familiar with
and accepts the obligations of her is position as Registered Agent.



Anne Morgan
Registered Agent
Date: 8/14, 1996

P.96000067693

Anne Morgan

Requestor's Name

P.O. #187

Address

Lanark Village FL 32323

City/State/Zip

Phone #

(904) 676-4550 (904) 977-8122

100001961951
-10/01/96--01145--032
*****35.00 *****35.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. John Doss Management, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☐ Pick up time _____ ☐ Certified Copy
☒ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
96 OCT -1 PM 3:04
RECEIVED
96 OCT -1 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION

WCRG-2
MAIL-OUT

Examiner's Initials	
---------------------	--

ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION
OF
GOLDEN DAYS MANAGEMENT, INC.

FILED
96 OCT -1 PM 3:04
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, GOLDEN DAYS MANAGEMENT, INC., adopts the following Articles of Amendment to its Articles of Incorporation.

1. Article I of the Articles of Incorporation is amended to read:

ARTICLE I.
Name and Principal Office

The name of this Corporation shall be SOUTHEASTERN MEDICAL MANAGEMENT CORPORATION. The principal place of business and mailing address of this Corporation is Unit 3, Lanark Village Plaza, Post Office Box 487, Lanark Village, Florida 32323.

2. Pursuant to Sections 607.0821 and 607.0704, Florida Statutes, all of the Shareholders and the Directors of the Corporation on September, 1996, have authorized and consented in writing to the filing of this Amendment to the Corporation's Articles of Incorporation.

DATED September 20th, 1996.

GOLDEN DAYS MANAGEMENT, INC.

By: [Signature]
Print Name: David J. Morgan
Its: President, Incorporated

**WRITING IN LIEU OF A
SPECIAL MEETING OF THE BOARD OF DIRECTORS OF
GOLDEN DAYS MANAGEMENT, INC.
SEPTEMBER 25, 1996**

The undersigned, being the sole Director of GOLDEN DAYS MANAGEMENT, INC., a Florida corporation, and, as such, being the only person entitled to notice of a meeting of the Board of Directors held for the purpose of taking the actions set forth herein, hereby waive all requirements of meeting and notice thereof and consent to the adoption of this writing.

The recitals and resolutions set forth below are hereby adopted and shall be of the same effect as if adopted at a meeting of the Directors of said Corporation duly called and held. The Secretary of the Corporation is instructed to file this writing in the corporate minute book.

Upon approval by the Shareholders of the Corporation, the Board of Directors hereby approves and adopts the proposed Amendment to the Articles of Incorporation amending Article I of said Articles. The Board of Directors authorizes and directs the President to execute said Amendment on behalf of the Corporation and to take all steps necessary to file the Amendment with the Secretary of State, State of Florida. Following the filing of said Amendment, the new name of the Corporation shall be SOUTHEASTERN MEDICAL MANAGEMENT CORPORATION.

There being no further business to be considered by the Directors, this Writing in Lieu is adopted as of September 25, 1996.



Anne Morgan