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October 4, 1996

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Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32301

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FILED STATE
DIVISION OF CORPORATIONS
96 OCT -7 PM 1:14

RE: Permana, Incorporated

Dear Sirs:

Enclosed please find an original and one copy of Articles of Incorporation for the referenced corporation together with a check in the amount of \$122.50.

Please file same and return a certified copy of the Articles of Incorporation to this office.

Thank you for your cooperation.

Sincerely,

Robert E. Wharrie

ROBERT E. WHARRIE

REW:s
Encl.

D. BROWN OCT 10 1996

ARTICLES OF INCORPORATION
OF
PERMANA, INCORPORATED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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In compliance with the requirements of the Florida Business Corporation Act, Chapter 607, Florida Statutes, the undersigned, being natural persons, do hereby act as incorporators in adopting and filing the following articles of incorporation for the purposes of organizing a business corporation.

ARTICLE I
Name

The name of this corporation ("corporation") is:
PERMANA, INCORPORATED

ARTICLE II
Term of Existence

This corporation shall have a perpetual duration.

ARTICLE III
Principal Office

The street address and location of the principal office and the mailing address of this corporation is 11300 4th Street North Suite 150, St. Petersburg, Pinellas County, Florida 33716.

ARTICLE IV
Purposes

The general purposes for which this corporation is organized are:

1. To engage in the business of providing personal management assistance to clients.

2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.

3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE V
Capital Stock

Section 1: The aggregate number of shares which this corporation is authorized to issue is one thousand (1,000), all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters which shareholders have the right to vote.

Section 2: No shareholder shall have the right to sell, assign, pledge, encumber, transfer or otherwise dispose of any of the shares of this corporation without first offering such shares for sale to this corporation at the net value of the shares established by the By-Laws. Such offer shall be in writing, signed by the shareholder; shall be sent by registered or certified mail to this corporation at its principal place of business; and shall remain open for acceptance by this corporation for a period of thirty (30) days from the date of mailing. If this corporation fails or refuses within such period to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of his or her shares as he or she may see fit.

Section 3: On the death of any shareholder, this corporation shall have the right to purchase all shares owned by such shareholder immediately prior to his death on the terms set forth above, and this provision shall be binding on the executor, administrator or personal representative of each shareholder.

Section 4: Each share certificate issued by this corporation shall have printed or stamped thereon the following legend:

"THESE SHARES ARE HELD SUBJECT TO CERTAIN
TRANSFER RESTRICTIONS IMPOSED BY THE ARTICLES
OF INCORPORATION OF THE CORPORATION. A COPY OF
SUCH ARTICLES IS ON FILE AT THE PRINCIPAL
OFFICE OF THE CORPORATION."

ARTICLE VI
Board of Directors

Section 1: The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have three Directors initially. The number of the Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one.

Section 2: The Directors shall be elected and hold office in accordance with the By-Laws.

ARTICLE VII
Incorporators and Initial Directors

Section 1: The names and addresses of the persons who are the Incorporators and Initial Directors of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Thomas Bellino	7300 37th Avenue North St. Petersburg, Florida 33710
Robert E. Wharrie	11300 4th St. North, Suite 150 St. Petersburg, Florida 33716
Bryan L. Albers	11300 4th St. North, Suite 150 St. Petersburg, Florida 33716

Section 2: The names of the persons who are to serve as Officers of this corporation until the first meeting of the Board of Directors are:

<u>NAME</u>	<u>OFFICE</u>
Thomas Bellino	President
Robert E. Wharrie	Treasurer
Bryan L. Albers	Secretary

ARTICLE VIII
Initial Registered Office/Agent

The street address and mailing address of the initial Registered Office of this corporation is 11300 4th Street North Suite 150, St. Petersburg, Florida 33716. The name of the Initial Registered Agent for this corporation at that address is BRYAN L. ALBERS.

IN WITNESS WHEREOF, we the undersigned subscribing incorporators, have hereunto set our hands and seals for the purpose of forming this corporation under the Florida Business Corporation Act, Chapter 607, Florida Statutes,

This 4TH day of OCTOBER, 1996.


THOMAS BELLINO


BRYAN L. ALBERS


ROBERT E. WHARRIE

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ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for PERMANA, INCORPORATED at the place designated in the articles of incorporation, 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.

Bryan L. Albers
BRYAN L. ALBERS

October 4, 1996
Date