1201 HAYS STREET 800-142-8086 TATTAHASSEL, PL 32301-2607

networks ACCOUNT NO. : 072100000032

REFERENCE :

121109

8797A

AUTHORIZATION :

Patricia. Pyrito

COST LIMIT : \$ 70.00

ORDER DATE: October 15, 1996

ORDER TIME : 9:01 AM

ORDER NO. : 121109-005

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CUSTOMER NO:

8797A

CUSTOMER: J. T. Schrotel, Esq

J. T. SCHROTEL, ESQ

Legal Clinic Of Tampa Bay

412 Madison Street, Suite 1112

Tampa, FL 33602

DOMESTIC FILING

NAME:

SHEPARDIS ENTERPRISES, INC. SHEPARDIS " of Sarasola,

SHEPARDIS "

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: Danny G. Smith

EXAMINER'S INITIALS:

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

Octobor 17, 1996

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 23201-2607

SUBJECT: SHEPARD'S ENTERPRISES, INC.

Ref. Number: W96000022138



Please give original submission date as file date.

We have received your document for SHEPARD'S ENTERPRISES, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

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

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 496A00047735



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

October 18, 1996

CSC NETWORKS 1201 HAYS STREET TALLHASSEE, FL 32301-2607

SUBJECT: DCS ENTERPRISES, INC. Ref. Number: W96000022267

RESUBMIT

Please give original submission date as file date.

We have received your document for DCS ENTERPRISES, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

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.

The corporate name must be identical throughout the document.

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) 487-6932.

Kimberly Rolfe Document Specialist

Letter Number: 396A00048274

ARTICLES OF INCORPORATION

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OF

SHEPARD'S ENTERPRISES OF SARASOTA, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SHEPARD'S ENTERPRISES OF SARASOTA, INC.

The address of the principal office of this corporation shall be 1608 Racimo Drive, Sarasota, Florida 34240, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 25,000 shares of common stock having \$1.00 par value per share.

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ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1608 Racimo Drive, Sarasota, Florida 34240 and the name of the initial registered agent of the corporation at that address is Dick Shepard.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Dixon R. Shepard Dir.

1908 Racimo Drive Sarasota, Florida 34240

Connie M. Shepard Dir.

Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Dixon R. Shepard Pres. 1608 Racimo Drive Sarasota, Florida 34240

Connie M. Shepard Sec./Treas.

Same

ARTICLE VIII. SPECIAL PROVISON

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code.

ARTICLE IX. INCORPORATOR

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

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service company on October 16, 1996.

CORPORATION SERVICE COMPANY

By: <u>Williarah W. Skipper</u> It's Agent, Deborah D. Skipper

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been designated as Registered Agent in the above and foregoing Articles of Incorporation of

SHEPARD'S ENTERPRISES OF SARASOTA, INC.

does hereby accept such designation and agree to comply with the laws of the State of Florida relative thereto.

Pagiatored Manh

networks PRINTER STREET

POLICE COMPONATION

ACCOUNT NO. : 072100000032

REFERENCE : 121109

8797A

AUTHORIZATION :

Patricia Pyrito

COST LIMIT : \$ 35.00

ORDER DATE: October 15, 1996

ORDER TIME : 2:32 PM

ORDER NO. : 121109-015

CUSTOMER NO:

8797A

200001989962--2

CUSTOMER: J. T. Schrotel, Esq

J. T. Schrotel, Esq

Legal Clinic Of Tampa Bay

412 Madison Street, Suite 1112

Tampa, FL 33602

DOMESTIC AMENDMENT FILING

NAME:

SHEPARD'S ENTERPRISES OF

SARASOTA, INC.

EFFICTIVE DATE:

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

ARTICLE VI of the Articles of Incorporation of SHEPARD'S ENTERPRISES OF SARASOTA, INC. shall be amended to read as follows:

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors. The names and addresses of the members of the Board of Directors are:

Dixon R. Shepard

1608 Racimo Drive

Dir.

Sarasota, Florida 34240

Connie M. Shepard

Same

Dir.

All other paragraphs and articles of the Articles of Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator without shareholder action because shareholder action was not required.

The foregoing amendment was adopted on the 29th day of October, 1996.

CORPORATION SERVICE COMPANY It's Incorporator,

It's Agent, Deborah D. Skipper

DGS