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November 12, 1996

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Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Dolphin Ventures, Inc.

Dear Sir or Madam:

Enclosed are the following documents for the above corporation:

Two original Articles of Incorporation, including Acceptance of
Registered Agent

Also enclosed is our firm check 5232 in the amount of \$122.50 in payment of your
filing fee and fee for certified copies of the Articles and Registered Agent
Designation.

Please return all documentation to my office upon its completion. Thank you.

Sincerely,

Maggie Evans

Maggie B. Evans

mlc
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
DOLPHIN VENTURES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation shall be DOLPHIN VENTURES, INC..

ARTICLE II - TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE III - NATURE OF BUSINESS

The purpose for which this corporation is organized is to manage health care and other assisted living facilities, to train personnel of such facilities, and to transact any or all lawful business and to do all other things incidental thereto or connected therewith that are not forbidden by the Florida corporation laws or by other law, or by these Articles of Incorporation, and to carry out the said purpose in any state, territory, district, or possession of the United States, or in any foreign country, to the extent the purpose is not forbidden by law of the state, territory, district, or possession of the United States, or by the foreign country.

ARTICLE IV - STOCK

Number. The aggregate number of shares that the corporation shall have the authority to issue is ONE THOUSAND (1000) shares of capital stock with a par value of ONE DOLLAR (\$1.00) per share.

Initial Issue. ONE HUNDRED (100) shares of the capital stock of this corporation shall be issued for cash at a par value of ONE DOLLAR (\$1.00) per share.

Stated Capital. The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital at any particular time.

Dividends. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

No Classes of Stock. The shares of the corporation are not to be divided into classes.

No Share in Series. The corporation is not authorized to issue shares in series.

ARTICLE V - PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office and mailing address of the corporation and the initial street address of the initial registered office of the corporation is 131 WATERMAN AVENUE, MOUNT DORA, FL 32757, and the name of the initial Registered Agent of this corporation located at that address is MAGGIE B. EVANS, who shall act as agent to accept service of process within this state.

ARTICLE VI - DIRECTORS

The initial Board of Directors shall consist of at least one member who does not need to be a resident of the State of Florida or a shareholder of the corporation.

ARTICLE VII DIRECTORS ADDRESSES

The names and addresses of the person who shall serve as director until the first annual meeting of the shareholders, or until his successor has been elected and qualified is as follows:

MAGGIE B. EVANS, 131 WATERMAN AVENUE, P. O. BOX 6, MOUNT DORA, FL 32757

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator of this corporation is as follows:

MAGGIE B. EVANS, 131 WATERMAN AVENUE, P. O. BOX 6, MOUNT DORA, FL 32757

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms, and conditions that shall be fixed by the Board of Directors, such shares of stock of this corporation as may be issued from time to time, in addition to authorized and issued shares of common stock held by the holder.

ARTICLE XI - CUMULATIVE VOTING

The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected multiplied by the number of his shares, to distribute them among as many candidates as he may wish. Notice must be given by any shareholder to the president or vice president of said corporation not less than 24 hours prior to the time set for the holding of a shareholders' meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

IN WITNESS WHEREOF the undersigned MAGGIE B. EVANS made and subscribed to these Articles of Incorporation at Mount Dora, Florida, on the 12th day of November, 1996.


MAGGIE B. EVANS

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me by MAGGIE B. EVANS and who:

☒ is personally known to me;

☐ has produced a Florida driver's license as identification; or

[] has produced the following as identification:

on this 12th day of November, 1996.



MARILYNETTE COX
My Commission CC478502
Expires Jul 06, 1999
Bonded by HAI
800-422-1555

Marilynnette Cox

NOTARY PUBLIC

**ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT**

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby accept the designation to act in this capacity, and agree to comply with the provisions of said act relating to keeping open said office.

DATED this 12th day of November, 1996.

Maggie B. Evans

MAGGIE B. EVANS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA