

196000097635
ROCHELLE Z. CATZ, P.A.
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13161 MCGREGOR BLVD., SUITE F
FORT MYERS, FL 33919-5940

November 15, 1996

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Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Incorporation of: THE WELLNESS CENTER OF SANIBEL, INC.

Dear Sir or Madam:

Enclosed find the original and duplicate copy of the proposed Articles of Incorporation for the above referenced corporation.

Also enclosed find my client's check in the amount of \$122.50 to cover the cost of filing, charter tax, certified copy and Resident Agent Certificate.

Please endorse your approval of these Articles on the duplicate copy, certify same and return to this Office. Thank you in advance for your assistance and cooperation in this matter.

Sincerely,

Rochelle Z. Catz
ROCHELLE Z. CATZ
Attorney-at-Law

RZC/kts

Enclosures

W96-24870
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FILED
96 DEC -3 PM 3:46
TALLAHASSEE, FLORIDA
SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 25, 1996

ROCHELLE Z. CATZ, P.A.
13161 MCGREGORY BLVD.
SUITE F
FT. MYERS, FL 33919-5940

SUBJECT: THE WELLNESS CENTER OF SANIBEL, INC.
Ref. Number: W96000024870

We have received your document for THE WELLNESS CENTER OF SANIBEL, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 796A00053383

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE WELLNESS CENTER OF SANIBEL, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

Name of Corporation

The name of the corporation shall be:

THE WELLNESS CENTER OF SANIBEL, INC.

ARTICLE II

Mailing Address

The mailing address of the corporation shall be:

Post Office Box 1098
Sanibel, Florida 33957

ARTICLE III

Shares

The number of shares the corporation is authorized to issue is One Thousand (1,000).

ARTICLE IV

Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 13161 McGregor Boulevard, Fort Myers, Florida 33919 and the name of the initial registered agent of the corporation at such address is ROCHELLE Z. CATZ.

ARTICLE V

Incorporator

The name and address of the initial incorporator is:

ROCHELLE Z. CATZ

13161 McGro|pr Blvd.
Fort Myers, Fl. 33919

IN WITNESS WHEREOF, I have hereunto set my hand and
seal, acknowledged and filed the foregoing Articles of Incorporation
under the laws of the State of Florida, this 15th day of November,
1996.


ROCHELLE Z. CATZ

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED

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SEC. 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:

THE WELNESS CENTER OF SANIBEL, INC.

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

ROCHELLE Z. CATZ
13161 McGregor Boulevard
Fort Myers, Florida 33919

Signature: *[Signature]*

Title: President

Date: November 15, 1996

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.

Signature: *[Signature]*

Date: November 15, 1996