

James C. Humphrey
Requestor's Name

209 N 4TH STREET
Address

PALATKA, FL 32177
City/State/Zip Phone #

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1. PROACTIVE MANAGEMENT, INC.
(Corporation Name) (Document #)

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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 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

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DIVISION OF CORPORATION

Examiner's Initials

ARTICLES OF INCORPORATION
OF
PROACTIVE MANAGEMENT, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation.

ARTICLE I: NAME

The name of this corporation is PROACTIVE MANAGEMENT, INC.

ARTICLE II: DURATION

The period of its duration is perpetual.

ARTICLE III: NATURE OF BUSINESS

The purpose of this corporation is to engage in any activities or businesses permitted under the laws of the United States and State of Florida, except that this corporation shall not conduct a banking, safe deposit, trust, insurance surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building or loan association, mutual fire insurance association, cooperative association, fraternal benefits society, state fair or exposition.

ARTICLE IV: CAPITAL STOCK

The corporation is allowed to have outstanding at any one time 1,000 shares of common stock, having a par value of \$1.00 per share.

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this corporation are as follows:

Agent:	James C. Humphrey 501 SW 75th St., Apt. J7 Gainesville, Florida 32609
PRINCIPAL Office:	209 N 4th Street Palatka, Florida 32177

ARTICLE VI: DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the By-Laws of the corporation in the manner provided by law, but shall never be less than two (2). The name and addresses of the initial directors of this corporation are:

JAMES C. HUMPHREY	501 SW 75th St., Apt. J7 Gainesville, FL 32609
CATHERINE SUAREZ	501 SW 75th St., Apt. J7 Gainesville, FL 32609

ARTICLE VII: INCORPORATORS

The name and addresses of the incorporators signing these Articles of Incorporation are:

JAMES C. HUMPHREY	President	501 SW 75th St., Apt. J7 Gainesville, FL 32609
CATHERINE SUAREZ	Secretary Treasurer	501 SW 75th St., Apt. J7 Gainesville, FL 32609

ARTICLE VIII: AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLES IX: BY-LAW AMENDMENTS

The power to adopt, alter, amend, or appeal the By-Laws of this corporation shall be vested in the Shareholders.

ARTICLE X: NON-RESIDENT DIRECTORS

Directors need not be residents of this state of shareholders unless Articles of Incorporation or By-Laws so require.

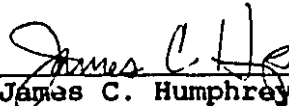
ARTICLE XI: RESTRICTION ON AUTHORITY
TO MORTGAGE OR PLEDGE ASSETS


The Board of Directors of the corporation may not authorize any mortgage or pledge of, or creation of a security interest in, any or all of the property and assets of the corporation for the purpose of securing the payment of performance of any obligation of the corporation, without obtaining prior shareholder approval of any and each such transaction by the vote or written consent of the holders of 51% of the shares of the corporation entitled to vote thereon and not otherwise.

ARTICLE XII: INFORMAL ACTION OF DIRECTORS

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

IN WITNESS WHEREOF the undersigned incorporators have executed these Articles of Incorporation this 17th day of December, 1996.

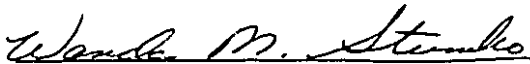

James C. Humphrey


Catherine Suarez

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SECRETARY OF STATE
TALLAHASSEE
FLORIDA

STATE OF FLORIDA
COUNTY OF PUTNAM

BEFORE ME, the undersigned authority this day personally appeared JAMES C. HUMPHREY and CATHERINE SUAREZ, to me known to be the persons who executed the foregoing Articles of Incorporation, they acknowledged before me that they executed such instrument. For identification purposes, I relied on their Florida Driver's Licenses.


Notary Public
My Commission Expires:

