

P97000004402

CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

ATTORNEYS AT LAW

SUITE 1190
100 SOUTH ASHLEY DRIVE
POST OFFICE BOX 499
TAMPA, FLORIDA 33601-0499

MICHAEL R. CAREY
DOUGLAS P. MANSON
RANDALL P. MUELLER
KEVIN P. O'BRIEN
ANDREW M. O'MALLEY
JACK R. PEPPER, JR.
DANIEL D. WHITAKER

TELEPHONE: (813) 221-8210
FACSIMILE: (813) 221-1430

January 9, 1996

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

200002055032--1
-01/13/97--01002--001
****245.00 ****122.50

Re: Cosmos of Ybor, Inc.

To Whom It May Concern:

Enclosed are two originals of Articles of Incorporation for the above-named corporation. Please file one original and certify and return one original to me. A self-addressed envelope is included for your convenience.

Also enclosed is our firm check in the amount of \$122.50, to cover the following costs:

1.	Filing fee	\$35.00
2.	Designation of Registered Agent	35.00
3.	Certified copy of Charter	<u>52.50</u>
	Total	\$122.50

Thank you. If you have any questions, please give me a call.

Sincerely,

CAREY, O'MALLEY, WHITAKER & MANSON, P.A.


Nancy Barnes, Paralegal

NRB/trh
Enclosures

cc: Cosmos of Ybor, Inc.

AL JAN 16 1997

FILED
97 JAN 10 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
COSMOS OF YBOR, INC.**

FILED

97 JAN 10 PM 2:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation.

ARTICLE 1

Name

The name of this corporation is: COSMOS OF YBOR, INC.

ARTICLE 2

Mailing Address

The mailing address of this corporation is 5915-B Memorial Highway, Tampa, Florida 33615.

ARTICLE 3

Shares

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

ARTICLE 4

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 100 South Ashley Drive, Suite 1190, Tampa, Florida 33602, and the name of the initial registered agent of this corporation at that address is Andrew M. O'Malley.

ARTICLE 5

Incorporator

The name and address of the person signing these Articles is:

Robert M. Liess
5915-B Memorial Highway
Tampa, Florida 33615

ARTICLE 6

Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Robert M. Liess
5915-B Memorial Highway
Tampa, Florida 33615

Sandra M. Liess
5915-B Memorial Highway
Tampa, Florida 33615

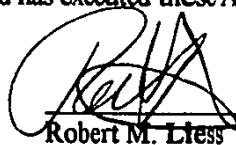
The method of election of directors will be as stated in the Bylaws.

ARTICLE 7

Indemnification

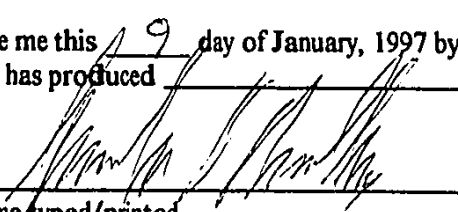
The corporation may enter into indemnification agreements and adopt Bylaw provisions for indemnification of any officer or director, or any former officer or director, or may provide, at the corporation's election, for indemnification of any officer or director, or any former officer or director, without agreement or Bylaw provisions to the full extent permitted by law. The corporation shall not be subject to court-ordered indemnification pursuant to Section 607.0850(9), Florida Statutes.

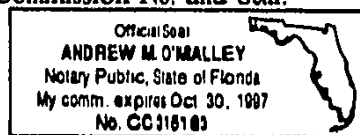
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this
9 day of January, 1997.


Robert M. Liess

STATE OF FLORIDA)
) SS.
COUNTY OF HILLSBOROUGH)

The foregoing instrument was acknowledged before me this 9 day of January, 1997 by Robert M. Liess, who is personally known to me or who has produced as identification.


Name typed/printed _____
Notary Public, State of Florida
Commission No. and Seal:



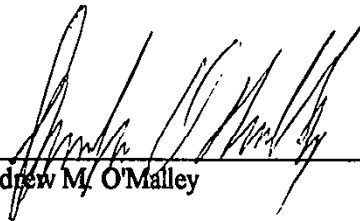
Acceptance of Registered Agent

FILED

97 JAN 10 PM 2:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment of 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.



Andrew M. O'Malley