CONTACT: 0000 UCC FILING & SEARCH SERVICES, INC. (Requestor's Name) 526 EAST PARK AVENUE (Address) TALLAHASSEE FL 32301 (904) 681-6528 (City, State, Zip) (Phone #) OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): Referrals + (Corporation Name (Corporation Name) (Document #; (Qomoration Name) (Document #) (Document #) Certified Copy Waik In Pick Up Time Certificate of Status Mail Out Certificate of Good Sta Will Wait ARTICLES ONLY ALL CHARTER DOCS NEW FILINGS AMENDMENTS Profit Amendment Certificate of FICTITIOU NonProfit Resignation of R A. Officer/Director Limited Liability Change of Registered Agent FICTITIOUS NAME SEARCH Domestication Dissolution/Withdrawal Merger CORP SEARCH OTHER FILINGS REGISTRATION/QUALIFICATION **HOLD FOR** Annuzi Report Foreign PICKUP BY Fictitious Name Limited Partnership **UCC SERVICES** Name Reservation Reinstatement Trademark

Examiner's Initials

Other

EFFECTIVE DATE

ARTICLES OF INCORPORATION

OF

NICHOLS REFERRALS, INC.

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of this corporation is NICHOLS REFERRALS, INC.

ARTICLE II

DURATION

The corporation shall have perpetual existence beginning with the date of the execution of the Articles.

ARTICLE III

PURPOSE

The corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue 1500 shares of \$1.00 par value common stock, which shall be designated "common shares". The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and all regulations issued thereunder. Such actions as are necessary will be taken by the officers of this corporation to accomplish this

compliance. This corporation is being capitalized and its stock is being issued to comply with the aforementioned section of the Internal Revenue Code.

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation of the same kind, class, or series as that which they hold, shall the right to purchase their pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

ADDRESSES

The address of the principal place of business of the corporation is: 1933 County Road 951, Naples, FL. 34116. The street address of the corporation's initial registered office of the corporation is: 2335 Tamiami Trail North, Suite 308, Naples, FL. 34103, and the name of the initial registered agent of the corporation at that address is: DOUGLAS L. RANKIN, ESQ. The shareholder(s) may from time to time select and so communicate, by appropriate notice to the Department of State, another registered office or registered agent or both.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The corporation shall have three (1) Director initially. The

number of directors may be increased or diminished from time to time by the bylaws but shall never be less than 1. The names and addresses of the initial director(s) of the corporation are:

<u>NAMES</u>

ADDRESSES

DEBORAH NICHOLS

1933 County Road 951 Naples, FL. 34116

ARTICLE VIII

INCORPORATOR

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

NAME

<u>ADDRESS</u>

DEBORAH NICHOLS

1933 County Road 951 Naples, FL. 34116

ARTICLE IX

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Shareholder(s).

ARTICLE X

AMENDMENT

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 shareholder(s),

except the Preemptive Rights created in Article V are subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7th day of February _____, 1997.

DEBORAH NICHOLS, Subscriber

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHICH PROCESS MAY BE SERVICE.

Pursuant to Chapter 48.091, Florida Statutes, the following submitted in compliance with said Act:

That, NICHOLS REFERRALS, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Naples, County of Collier, State of Florida, has named DOUGLAS L. RANKIN, located at 2335 Tamiami Trail North, Suite 308, in the City of Naples, County of Collier, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

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

DOUGLAS L. RANKIN

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