

P97000023013

William E. Huff

Requestor's Name

7018 Doreen Street

Address

Tampa, FL 33617

City/State/Zip

Phone #

3000 HILL STREET, SUITE 100  
TALLAHASSEE, FLORIDA 32301  
904/224-1500

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. Transitional Concepts, Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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☐ Certificate of Status

NEW FILINGS	
<input checked="" 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

RECEIVED  
97 MAR 13 PM 3:33  
DIVISION OF CORPORATION  
FILED  
97 MAR 13 PM 3:35  
TALLAHASSEE, FLORIDA  
STATE

Dmc 3/13/97

**ARTICLES OF INCORPORATION**

**OF**

**TRANSITIONAL CONCEPTS, INC.**  
(A Corporation for Profit)

**FILED**

**97 MAR 13 PM 3:35**

**SEC. OF STATE  
TALLAHASSEE, FLORIDA**

I, the undersigned, being a natural person, hereby establish a corporation under the laws of the State of Florida, for the transaction of business and the promotion and conduct of the objects and purposes hereinafter stated, do make, subscribe, acknowledge and file these Articles of Incorporation and do certify as follows, to wit:

**ARTICLE I -- NAME**

The name of the corporation, hereinafter called the Corporation, shall be:  
**TRANSITIONAL CONCEPTS, INC.**

**ARTICLE II -- PURPOSES**

The general nature of the business to be transacted and the purposes for which this Corporation is formed are to provide:

- (a) Comprehensive training and re-training services to individuals and public and private organizations.
- (b) Innovative concepts strategies and solutions for transitional life cycles.
- (c) Solutions for business growth, re-engineering and productivity.
- (d) Forums to formulate change and corrective missions within governmental and business environments.
- (e) Process and policy improvements by evolutionizing and reviewing organizations' missions, goals, objectives and structures.
- (f) Economic and community research, studies, surveys, interviews, capacities assessment, information gathering and report findings for comparative analysis, strategic planning, revitalization efforts and development needs.
- (g) Recruitment, staffing and personnel services to private and public sectors.
- (h) Promotional, advertising, marketing and communication services to organizations and campaigns.

- (i) Educational opportunities through seminars, workshops and conferences for personal development and transitional growth.
- (j) Alternative and preventative health care education to individuals, public and private organizations.
- (k) Programs and activities which facilitate reduction of school dropouts; teen pregnancies; crime; and drug abuse, tobacco and alcohol use.
- (l) High technology and computer capacity building to primary and on-going users.
- (m) Publishing and distribution of books, reports, manuals and magazines for and to organizations and the general consumer market.
- (n) To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Florida;
- (o) To take, accept, hold and acquire by bequest, devise, gift, purchase, loan or lease, any property, real, personal or mixed, whether tangible or intangible, without limitation as to the kind, amount or value;
- (p) To guarantee undertakings, contracts or performances of others;
- (q) To sell, convey, lease or make loans, grants or pledges of any property or any interest therein or proceeds therefrom, and to invest and reinvest the principal thereof and receipts therefrom, if any;
- (r) To borrow or raise money for any of the purposes of the Corporation and, from time to time without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the Corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of the Corporation for corporate purposes;
- (s) In general, to possess and exercise all the powers and privileges granted by the General Corporation Laws of Florida or by any other Law of Florida or by these Articles of Incorporation together with any powers incidental thereto, so far as such powers and privileges are necessary or convenient to the conduct, promotion or attainment of the business or purposes of the Corporation.

The business and purposes specified in the foregoing clauses shall, except where otherwise expressed, be in no wise limited or restricted by reference to, or inference from, the terms of any other clause in these Articles of Incorporation, but the business and purposes which are specified in each of the foregoing clauses of this article shall be regarded as independent.

### **ARTICLE III -- POWERS**

The Corporation shall have any and all powers to do any and all things necessary or expedient to carry out the purposes and objectives of this Corporation, subject to these Articles of Incorporation and Bylaws, and shall possess all rights, privileges and immunities and to enjoy all benefits granted under the Laws of the State of Florida.

### **ARTICLE IV -- TERM OF EXISTENCE**

The Corporation is to have perpetual existence.

### **ARTICLE V -- PRINCIPAL OFFICE**

The principal office of the Corporation shall be located at 7018 Doreen Street, County of Hillsborough, City of Tampa, Zip Code 33617, provided that the Corporation shall have the power to conduct its business through executive offices, branches or agencies anywhere within the State of Florida and the world.

### **ARTICLE VI -- STOCK**

The maximum number of shares of the Corporation shall be authorized to have outstanding at any one time is Five Thousand (5,000) shares of common stock of the par value of One Dollar (\$1.00) each, the consideration for which they may be issued to be determined at the discretion of the Board of Directors.

### **ARTICLE VII -- CAPITAL**

The minimum amount of capital with which the Corporation will commence business is Five Hundred Dollars (\$500.00).

### **ARTICLE VII -- DIRECTORS**

The number of Directors of the Corporation shall not be less than one (1) nor more than three (3), the number to be fixed by the Bylaws.

### **ARTICLE VIII -- BOARD OF DIRECTORS**

The name, Board title and address of the Member of the first Board of Directors is as follows, and he shall hold office until the first annual meeting of the stockholders or until his

successor or successors are elected or appointed and have qualified:

WILLIAM E. HUFF  
7018 Doreen Street  
Tampa, Florida 33617

#### ARTICLE IX -- INCORPORATOR

The name and address of the subscriber of these Articles of Incorporation with the number of shares of Common Stock which he agrees to acquire are:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
William E. Huff	7018 Doreen Street Tampa, Florida 33617	500

#### ARTICLE X -- PLACE OF MEETINGS

Pursuant to the General Corporation Laws of the State of Florida, meetings of the Directors and Stockholders may be held within or outside of the State of Florida.

#### ARTICLE XI -- OFFICERS

The management and control of the business of the Corporation shall be conducted under the direction of the Board of Directors, by officers whose duties and responsibilities shall be determined by the Board of Directors and who shall be annually elected by the Board of Directors, to wit: a President, one or more Vice President(s), a Secretary, and a Treasurer, and all other officers the Board may see fit to appoint from time to time. The annual meeting of the Corporation shall be fixed by the Bylaws and may be changed from time to time by amendments to the Bylaws.

#### ARTICLE XII -- BYLAWS

The Board of Directors of the Corporation may provide such Bylaws not inconsistent with these Articles of Incorporation to facilitate the conduct of its business and carrying out of its purposes as the Board deems necessary from time to time. The Bylaws of the Corporation may be amended, altered or revised by a two-thirds (2/3) majority vote of the Board of Directors.

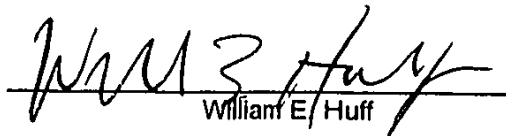
### ARTICLE XIII -- AMENDMENTS

From time to time, any of the provisions of these Articles of Incorporation may be amended, altered or repealed and other provisions authorized by the Laws of the State of Florida at the time in force, may be added or inserted in the manner and at the time preferred by said Laws, and all rights at any time conferred upon the stockholders of the Corporation by these Articles of Incorporation are granted subject to the provisions of this Article XIII.

### ARTICLE XIV -- REGISTERED AGENT

In accordance with Florida Statutes, WILLIAM E. HUFF is hereby designated as the Registered Agent for service of process within the State of Florida, at 7018 Doreen Street, Tampa, Florida 33617.

IN WITNESS WHEREOF, the said Incorporator has hereunto set his hand and seal  
this 11<sup>th</sup> day of March, 1997.

  
William E. Huff

\*\*\*\*\*  
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE  
SERVED  
\*\*\*\*\*

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  
designating the Registered Office/Registered Agent, in the State of Florida:

That Transitional Concepts, Inc., with its principal office as indicated in the Articles  
of Incorporation at 7018 Doreen Street, City of Tampa, County of Hillsborough, State  
of Florida, Zip Code 33617, has named WILLIAM E. HUFF as its Registered Agent,  
to accept service of process within this state.

ACKNOWLEDGMENT

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 provisions of  
all statutes relating to the proper and complete performance of my duties, and I am familiar with  
accept the obligations of my position as Registered Agent.

3/11/97  
Date

William E. Huff  
William E. Huff  
(REGISTERED AGENT)