

P97000024405



ACCOUNT NO. : 072100000032

REFERENCE : 296822 7125758

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 17, 1997

ORDER TIME : 5:21 PM

ORDER NO. : 296822-005

CUSTOMER NO: 7125758

CUSTOMER: Mr. Robert L. Tankel, Esq.
ROBERT L. TANKEL, P.A.

Suite 106
2651 McCormick Drive
Clearwater, FL 34619

DOMESTIC FILING

NAME: SMOOTH TRANSITIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

K.R. MAR 18 1997

FILED
MAR 18 1997
TALLAHASSEE, FLORIDA

FILED
MAR 18 1997
TALLAHASSEE, FLORIDA

RECEIVED
MAR 18 1997
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION
FOR
SMOOTH TRANSITIONS, INC.**

FILED
97 MAR 18 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation shall be Smooth Transitions, Inc.

ARTICLE II - DURATION

The duration of the corporation shall be perpetual.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business under Chapter 607, Florida Statutes, as amended from time to time.

ARTICLE IV - AUTHORIZED STOCK

The corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - INITIAL REGISTERED AGENT

The name of the initial registered agent of the corporation is Ron A. Price. The street address of the initial registered office of the corporation for service of process shall be 2925 N. Riversedge Blvd., Crystal River, Florida 34429.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation initially shall have two (2) directors. The number of directors may be increased or decreased from time to time in accordance with the bylaws, provided that the number of directors shall not be less than one person at any time. The name and address of the initial directors of the corporation are:

Coral A. Price

2925 N. Rivers Edge Blvd.
Crystal River, Florida 34429

Ron A. Price

2925 N. Rivers Edge Blvd.
Crystal River, Florida 34429

ARTICLE VII - INCORPORATOR

The name and address of each incorporator of the corporation is

Ron A. Price

2925 N. Rivers Edge Blvd.
Crystal River, Florida 34429

ARTICLE VIII - PRINCIPAL OFFICE ADDRESS

The initial principal office and mailing address of the corporation shall be 2925 N. Riversedge Blvd., Crystal River, Florida 34429. The corporation reserves the privilege of having branch or other offices at places within or without the State of Florida.

ARTICLE IX - BY LAWS

The initial bylaws of the corporation shall be adopted by the board of director(s) at the organizational meeting. Thereafter the power to adopt, alter, amend, or repeal the bylaws shall be vested in the shareholders of the corporation.

ARTICLE X - POWERS

The corporation shall have all of the corporate powers enumerated in Chapter 607, Florida Statutes, as amended from time to time.

ARTICLE XI - PRE-EMPTIVE RIGHTS

No holder of stock of the corporation of any class shall have any preferential, pre-emptive or other rights to subscribe for or to purchase from the corporation any stock of the corporation of any class, whether or not now authorized, or to purchase any bonds, certificates of indebtedness, debentures, notes, obligations or other securities which the corporation may at

any time issue, whether or not the same shall be convertible into stock of the corporation of any class or shall entitle the owner or holder to purchase stock of the corporation of any class.

ARTICLE XII - AMENDMENT OF ARTICLES

The corporation reserves the right to amend, alter, change, or repeal any provision or provisions contained in these Articles of Incorporation, or any amendment thereto, in accordance with the laws of the State of Florida as amended from time to time. All rights conferred upon the shareholders of the corporation are granted subject to this reservation.

ARTICLE XIII - COMMENCEMENT OF CORPORATE EXISTENCE

The date of commencement of corporate existence for the above-named corporation shall be the date of filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 11th day of march 1997



Ron A. Price

STATE OF FLORIDA

COUNTY OF CITRUS

The foregoing instrument as acknowledged before me this
11th day of March, 1997 by Ron A. Price, who is personally
known to me or who has produced _____
(type of identification) as identification.

Mary Sue Stapleton
Signature of Person Taking Acknowledgment

MARY SUE STAPLETON
Name of Acknowledger Typed, Printed or Stamped

Notary Public, State of Florida
#CC606336

Notarial Seal
Mary Sue Stapleton
#CC606336 EXPIRES
March 5, 2001
BONDED THRU TROY PAW INSURANCE, INC.

(NOTARY SEAL)

NOTICE OF ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Pursuant to Section 607.034, Florida Statutes, the undersigned hereby accepts designation as the initial registered agent for Smooth Transitions, Inc., a Florida corporation, and hereby states that he is familiar with and accepts the duties and responsibilities as registered agent for said corporation this 11th day of March, 1997.

Smooth Transitions, Inc.

By: 

Ron A. Price
2925 N. Riversedge Blvd.
Crystal River, Florida 34429

FILED
97 MAR 18 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA