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Patent, Trademark, and Copyright Law  
Related Litigation and Licensing  
Civil and Criminal Trials  
Business Planning

CHARLES E. LYKES, JR.  
Attorney-at-Law

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E-Mail: AFMJ56A@PRODIGY.COM

April 30, 1997

Honorable Sandra Mortham  
Secretary of the State of Florida  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

RE: Articles of Incorporation/  
"Lyn Walt, Inc."

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-05/02/97--01121--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Ms. Mortham:


Enclosed please find for filing the executed Articles of Incorporation relating to Lyn Walt, Inc., a Florida corporation. Also please find filing fees totaling \$78.75 for the following:

Filing Articles of Incorporation	\$35.00
Designated Registered Agent	35.00
Request for Certificate of Status (include corporation number)	8.75

Thank you for processing this request.

Please call if I may clarify or assist you in any way.

Very truly yours,

  
Charles E. Lykes, Jr., Esq.

W97-10404

CEL:blw

Enclosures

cc: Mr. and Mrs. Charles Kalck

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FILED  
97 MAY 12 PM 1:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 6, 1997

CHARLES E. LYKES, JR., ESQ.  
501 S. FT. HARRISON AVE., SUITE 101  
CLEARWATER, FL 34616-5318

SUBJECT: LYN WALT, INC.  
Ref. Number: W97000010404

We have received your document for LYN WALT, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Lunt  
Corporate Specialist

Letter Number: 097A00023831

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May 9, 1997

Ms. Agnes Lunt  
Corporate Specialist  
Secretary of the State of Florida  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

RE: Articles of Incorporation/  
"Lyn Walt, Inc."  
Reference Number W97000010404  
Letter Number 097A00023831

Dear Ms. Lunt:

Enclosed please find the executed Articles of Incorporation corrected to reflect the signature of Kathy Kalck on the last page accepting the appointment as registered agent of Lyn Walt, Inc. Further enclosed is a copy of your referenced letter.

If there are any questions, please do not hesitate to call me.

Very truly yours,

*Charles E. Lykes, Jr.*

Charles E. Lykes, Jr., Esq.  
*(for his assistance)*  
CEL:blw

Enclosures

cc: Mr. and Mrs. Charles Kalck

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**ARTICLES OF INCORPORATION**

**LYN WALT, INC.**

**FILED**  
97 MAY 12 PM 1:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The Applicant, as described below, hereby files these Articles of Incorporation of Lyn Walt, Inc. The name of the corporation is "LYN WALT, INC."

**ARTICLE I. DURATION.**

The corporation shall be of perpetual existence.

**ARTICLE II. PURPOSE.**

The corporation is organized and authorized to do any lawful business. In particular the corporation shall act to market products associated with the health care and nursing home industries.

**ARTICLE III. PLACE OF BUSINESS AND MAINTENANCE OF OFFICES.**

The principal place of business of the corporation is at the address of 11395 Stanford Avenue; Spring Hill, Florida 34609.

Within the State of Florida its registered office will be at 11395 Stanford Avenue; Spring Hill, Florida 34609, and its Registered Agent will be Kathy Kalck at that address. By her signature below, the said Kathy Kalck accepts this designation.

**ARTICLE IV. ISSUE AND RESTRICTION ON TRANSFER OF SHARES.**

The corporation shall initially have 10,000 shares of stock with no par value. If a stockholder desires, directly or indirectly, to sell, assign, transfer, pledge as security or in any way dispose of all or a portion of his or her or shares of stock, such shareholder (hereinafter called "Transferring Shareholder") shall first serve notice (hereinafter called the "Notice of Transfer") to that effect upon the Registered Agent of the

corporation, stating the number of shares of Stock desired to be sold or otherwise transferred and the specific terms of such transfer and offering to transfer such shares of Stock or interest therein to the other Stockholders in accordance upon the identical terms and conditions as proposed.

The other Stockholders shall have the first right to purchase all or any part of the shares of stock, or interest in said stock, so offered by giving notice of acceptance (specifying the number of the shares of stock to which the acceptance is applicable) to the Selling Stockholder within sixty (60) days (hereinafter referred to as the "sixty- (60-) day option period) after receipt by the Registered Agent of the said Notice of Transfer. The shareholders denying to exercise such option shall each have a right to buy the number of such offered shares on a pro rata basis, based upon the proportion of shares that already own when compared with the other optioning shareholders. In the event any said optioning shareholders desire to purchase less than his or her pro rata portion of such offered shares, the remaining optioning shareholders may then purchase the remaining offered shares as they may agree among themselves.

**ARTICLE V. OFFICERS TO MANAGE CORPORATION WITHOUT DIRECTORS.**

The corporation shall have no directors. The current officers of the corporation are listed below with their addresses:

President: Charles W. Kalck, Sr.  
11395 Stanford Avenue  
Spring Hill, Florida 34609

Secretary/Treasurer: Kathy Kalck  
11395 Stanford Avenue  
Spring Hill, Florida 34609

**ARTICLE VI. INCORPORATOR.**

The name and address of the incorporator signing these Articles of Incorporation is: Kathy Kalck; 11395 Stanford Avenue; Spring Hill, Florida 34609.

**ARTICLE VII. RESERVATION OF RIGHT TO AMEND.**

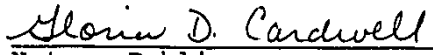
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

  
Kathy Kalck, Incorporator

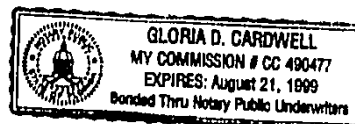
STATE OF FLORIDA )

COUNTY OF HERNANDO)

BEFORE ME, AN OFFICER empowered to administer oaths, appeared a person known to me personally to be Kathy Kalck, who, being duly sworn, deposed and executed the foregoing for the purposes therein expressed this 1<sup>st</sup> day of May, 1997.

  
Notary Public

MY COMMISSION EXPIRES:



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT  
LYN WALT, INC.

I, Kathy Kalck, of 11395 Stanford Avenue; Spring Hill,  
Florida 34609, do hereby agree to accept the appointment and  
designation of registered agent for the corporation known as LYN  
WALT, INC., at the address provided above.

  
Kathy Kalck

FILED  
97 MAY 12 PM 1:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA