



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 498367 3487A

AUTHORIZATION :

*Patricia T. Papp*

COST LIMIT : \$ 122.50

ORDER DATE : August 15, 1997

ORDER TIME : 10:38 AM

ORDER NO. : 498367-005

CUSTOMER NO: 3487A

100002268481--4

CUSTOMER: Ms. Donna Brewer  
ICARD MERRILL CULLIS TIMM  
FUREN & GINSBURG, PA  
2033 Main Street, Suite 101  
P. O. Drawer 4195  
Sarasota, FL 34237

DOMESTIC FILING

NAME: SCHIMMY ENTERPRISES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Stscherban

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
97 AUG 15 PM 2:57

RECEIVED  
97 AUG 15 PM 12:20

ARTICLES OF INCORPORATION  
OF  
SCHIMMY ENTERPRISES, INC.

FILED  
97 AUG 15 PM 2:57  
SECY  
TALLAH  
FLORIDA

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of the corporation ("Corporation") is:

SCHIMMY ENTERPRISES, INC.

**ARTICLE II - TERM OF EXISTENCE**

The Corporation is to exist perpetually.

**ARTICLE III - PURPOSES**

The purposes of the Corporation are to engage in any lawful act, activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV - PRINCIPAL OFFICE**

The street address of the principal office of the Corporation is:

1991 Main Street  
Sarasota, Florida 34236

**ARTICLE V - CAPITAL STOCK**

The shares of stock of the Corporation shall consist of only one class of stock. The number of shares of stock this Corporation is authorized to issue and have outstanding is One Thousand Five Hundred (1500) shares of Common Stock, having a par value of \$10.00 per share. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

#### **ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS**

The initial street address of the Corporation's registered office is Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A., 2033 Main Street, Sarasota, FL 34237. The initial registered agent for the Corporation at that address is Bruce P. Chapnick.

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

The initial board of directors shall consist of one (1) member. The name and address of the person who will serve on the initial board of directors is:

Name	Address
Barron Schimberg	1754 Morrill Street Sarasota, FL 34236

#### **ARTICLE VIII - INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

Name	Address
Bruce P. Chapnick	2033 Main Street Sarasota, FL 34237

#### **ARTICLE IX - INDEMNIFICATION**

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

#### **ARTICLE X - AMENDMENT**

The Articles of Incorporation may be amended in certain instances by the Board of Directors pursuant to applicable law and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders meeting by a majority of the stock entitled to vote thereon.

#### ARTICLE XI - SHAREHOLDER ACTION

An affirmative vote of the majority of the shares of the capital stock of the Corporation shall be required for any Shareholder action.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14th day of August, 1997.

  
Bruce P. Chapnick, Incorporator

#### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Schimmy Enterprises, Inc. at the place designated in the Articles of Incorporation, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.

  
Bruce P. Chapnick, Registered Agent  
Date: August 14, 1997

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TALLAHASSEE, FL