

P97000088301



ACCOUNT NO. : 072100000032

REFERENCE : 562835 81067A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 13, 1997

ORDER TIME : 12:31 PM

ORDER NO. : 562835-005

CUSTOMER NO: 81067A

CUSTOMER: Ms. Janet M. Erickson  
GEORGE P. LANGFORD, ESQ

3357 Tamiami Trail, North

Naples, FL 33940

UUUU02318980--6  
-10/13/97--01080--026  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

DOMESTIC FILING

NAME: NAPLES HEALTH HUT, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

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

RECEIVED  
97 OCT 13 PM 10  
DIVISION OF INCORPORATION

FILED  
97 OCT 13 PM 3:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SN OCT 13 1997

**FILED**  
97 OCT 13 PM 3:50  
SECRET  
TALLAHASSEE, FLORIDA  
**ARTICLES OF INCORPORATION**

**OF**

**NAPLES HEALTH HUT, INC.**

The undersigned does (do) hereby agree to become a corporation for profit under the provisions of Chapter 607, Florida Statutes, and hereby accepts all the rights, privileges, benefits and obligations conferred and imposed by said law on corporations pursuant to the provisions thereof, and does (do) hereby make, subscribe, certify, acknowledge and file these Articles of Incorporation as follows:

**ARTICLE I**

The nature of the business and objects and purposes to be transacted and carried on by this corporation are to do any and all of the things as fully and to the same extent as natural persons might or could do in all parts of the world. The corporation may engage in any activity or business permitted under the laws of the United States or of this State.

No contract or other transaction between the corporation or any other corporation, shall be effected or invalidated by the fact that any one or more of the stockholders of this corporation is or are interested in, or is a stockholder or officer or are stockholders or officers of such other corporations, and any stockholder or stockholders or officer or officers, individually or jointly may be a party or parties to, or may be interested in any contract or transaction of this corporation, or in which this corporation is interested and no contract, act or transaction of this corporation with any person or persons, firms or corporations shall be effected or invalidated by the fact that any stockholder or stockholders of this corporation is a party to or are parties to or are interested in such contract, act, transaction, or in any way connected with such person or persons, firms or associations, and each and every person who may become a stockholder of this corporation is hereby relieved from any and all liabilities that might otherwise exist from contracting with the corporation for the benefit of himself or any firm or corporation in which he may in anywise be interested.

**ARTICLE II**

The name of the corporation shall be: **NAPLES HEALTH HUT, INC.**

**ARTICLE III**

The authorized capital stock of this corporation is **1,000** shares, with a no par value.

#### **ARTICLE IV**

The corporation shall come into existence on filing of these Articles with the Secretary of State of the State of Florida, and shall continue perpetually unless sooner dissolved by law.

#### **ARTICLE V**

The corporation shall begin business with a capital of not less than Five Hundred Dollars (\$500.00).

#### **ARTICLE VI**

The principal place of business of this corporation shall be: 2368 Immokalee Road, Naples, Florida 34110.

#### **ARTICLE VII**

The business of the corporation shall be managed and conducted by a Board of Directors of not less than (1) nor more than (5) members as from time to time are determined by the stockholders, or by the directors, in accordance with the By-Laws of the Corporation. The initial Board of Directors shall be composed of (2) directors, and the name and address of each initial director is as follows: Michael J. Weiley, 11565 Night Heron Drive, Naples, Florida 34119-8861, and Gina M. Weiley, 11565 Night Heron Drive, Naples, Florida 34119-8861

#### **ARTICLE VIII**

The street address of the initial registered office of this corporation is 11565 Night Heron Drive, Naples, Florida 34119-8861 and the name and address of the initial registered agent of this corporation is Michael J. Weiley, 11565 Night Heron Drive, Naples, Florida 34119-8861.

#### **ARTICLE IX**

The name and address of the person forming this corporation is: Michael J. Weiley, 11565 Night Heron Drive, Naples, Florida 34119-8861.

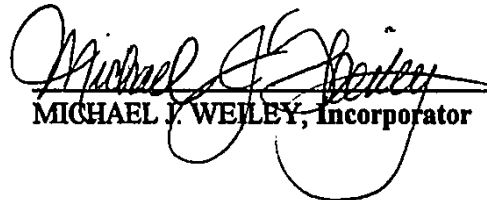
#### **ARTICLE X**

The annual meeting of the stockholders shall be held at the office of the corporation on November 1st of each and every year. The executive officers of this corporation shall be a President, a Secretary, and at the option of the directors, one or more Vice-Presidents. The office of any two or more may be held by the same person. Such executive officers shall be elected by the stockholders at each annual meeting as aforesaid. The directors shall have the power to fill any vacancy in any office.

**ARTICLE XI**

The first meeting of the incorporator, directors and stockholders for the purpose of organizing and adopting By-laws and election of officers shall be held at the office of the corporation.

IN WITNESS WHEREOF, the parties hereto have hereunto set their hands and seals this 10th day of October, 1997.

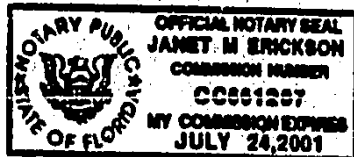
  
MICHAEL J. WEILEY, Incorporator

**STATE OF FLORIDA  
COUNTY OF COLLIER**

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared MICHAEL J. WEILEY, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same.

WITNESS my hand and official seal at Naples, said State of Florida and County of Collier this 10th day of October, 1997.

My commission expires:  
(Notary Seal)



  
Notary Public

JANET M. ERICKSON  
(Printed Name of Notary)

**CERTIFICATE OF PLACE OF BUSINESS  
AND DESIGNATION OF RESIDENT AGENT OF  
NAPLES HEALTH HUT, INC.**

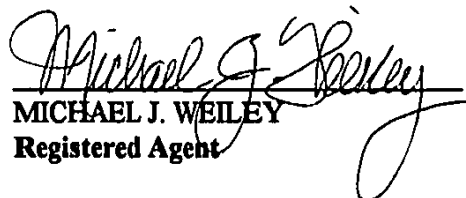
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That **NAPLES HEALTH HUT, INC.**, desiring to organize under the laws of the State of Florida, with its principal place of business as indicated in the Articles of Incorporation located in Naples, County of Collier, State of Florida, has named Michael J. Weiley, whose address is 11565 Night Heron Drive, Naples, Florida 34119-8861, as its agent to accept service of process in this State, and designates said address as the Registered Office.

  
MICHAEL J. WEILEY  
Incorporator

**FILED**  
97 OCT 13 PM 3:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

  
MICHAEL J. WEILEY  
Registered Agent