

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850)-224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P98000001939

River Bend, Inc.

Signature _____

Requested by: QD

Name _____

Date 1-7-98

Time 1:00

Walk-In _____

Will Pick Up _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 JAN -8 PM 1:24

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-01/07/98-01055-016
****122.50 ****122.50

☒ Art of Inc. File Cert.

___ LTD Partnership File _____

___ Foreign Corp. File _____

___ L.C. File _____

___ Fictitious Name File _____

___ Trade/Service Mark _____

___ Merger File _____

___ Art. of Amend. File _____

___ RA Resignation _____

___ Dissolution / Withdrawal _____

___ Annual Report / Reinstatement _____

☒ Cert. Copy _____

___ Photo Copy _____

___ Certificate of Good Standing _____

___ Certificate of Status _____

___ Certificate of Fictitious Name _____

___ Corp Record Search _____

___ Officer Search _____

___ Fictitious Search _____

___ Fictitious Owner Search _____

___ Vehicle Search _____

___ Driving Record _____

___ UCC 1 or 3 File _____

___ UCC 11 Search _____

___ UCC 11 Retrieval _____

___ Courier _____

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98 JAN -7 PM 12:47
DIVISION OF CORPORATION

RP
1-8-98



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 7, 1998

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST.
STE. 1
TALLAHASSEE, FL 32301

SUBJECT: RIVERBEND, INC.
Ref. Number: W98000000394

We have received your document for RIVERBEND, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 298A00000928

ARTICLES OF INCORPORATION

OF

MANATEE RIVERBEND, INC.

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DIVISION OF CORPORATIONS

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The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I

NAME: The name of the corporation is MANATEE RIVERBEND, INC. The initial principal office and address of the corporation shall be: c/o of Mouser & Wells, P.A., 810- 63rd Avenue North, St. Petersburg, FL 33702.

ARTICLE II

DURATION: The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE: The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act as, from time to time, amended.

ARTICLE IV

CAPITAL STOCK: The aggregate number of shares that the corporation has authority to issue is 1,000 shares, all of which shall be Common Capital Voting Stock with a par value of \$1.00 per share. Each share of stock shall be fully paid and non assessable at the time of issuance by the corporation.

ARTICLE V

INITIAL REGISTERED AGENT AND OFFICE: The name of the initial registered agent of the corporation is Frederick L. Mouser, Esq., P.O. Box 20768, St. Petersburg,

FL 33742, and the initial registered office shall be 810 - 63rd Avenue North, St. Petersburg, FL 33702.

ARTICLE VI

BOARD OF DIRECTORS: The management and control of the corporation shall be vested in a Board of Directors of not less than one nor more than seven members, as from time to time determined by the shareholders. The Board of Directors shall be elected by the shareholders of the corporation at the regular annual meeting of shareholders. In accordance with the Florida General Corporation Act, upon the unanimous written agreement of all shareholders of the corporation, the above described Board of Directors may be divested of its power to manage and control this corporation and said power may, pursuant to shareholder agreement, be vested in the shareholders of the corporation. If the shareholders exercise their right to divest the Board of Directors of its power to manage and control the corporation, then, and whenever the context requires, the shareholders shall be deemed the Directors of the corporation for purposes of applying state law. The names and addresses of the first Board of Directors are as follows:

J.T. Wright
Sole Director

c/o Mouser & Wells, P.A.
810 - 63rd Avenue North,
St. Petersburg, FL 33702

Until the first meeting of shareholders, management and control of this corporation shall be vested in the above Board composed of one director. The above Director shall hold office until his successors are duly nominated and elected.

ARTICLE VII

OFFICERS: The Board of Directors, at its initial meeting, shall elect a President and Secretary of the corporation. In its discretion, the Board of Directors may elect a

Vice President, Treasurer, and such other officers as the Board of Directors, from time to time, shall designate. Until the first Board of Directors meeting, the following persons shall hold the below-designated offices until their successors are nominated and elected:

J.T. Wright,
President, Secretary,
Treasurer, and Director

c/o Mouser & Wells, P.A.
810 - 63rd Avenue North
St. Petersburg, FL 33702

ARTICLE VIII

INCORPORATOR: The name and address of the Incorporator of the corporation is J.T. Wright, c/o of Mouser & Wells, P.A., 810 - 63rd Avenue North, St. Petersburg, FL 33702. No part of the income of the corporation will be distributable to directors or officers hereof. However, the corporation may, in the sole discretion of the Board of Directors, pay its officers and directors for reasonable compensation.

ARTICLE IX

AUTHORITY TO INCREASE CAPITAL STOCK: The capital stock authorized in these Articles of Incorporation may be increased by a majority vote of the Directors at any regular or special meeting.

ARTICLE X

AMENDMENT TO ARTICLES OF INCORPORATION: The power to amend these articles shall be held exclusively by the Shareholders. An amendment hereto shall require a majority vote of all outstanding stock.

ARTICLE XI

SECTION 1244 ELECTION: The first Board of Directors is hereby authorized, directed and empowered to qualify the initial issuance of stock pursuant to the terms and conditions set forth in Internal Revenue Code Section 1244 and the regulations thereunder.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 14th day of January, 1998.

Witnesses:

Sign: [Signature]
Print: JOANNA KAWALSKI

[Signature]
Frederick L. Mouser, Incorporator

Sign: [Signature]
Print: Sandra Yuen

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared, Frederick L. Mouser, as Incorporator, to me well known to be the person described in and who acknowledged before me that he executed the foregoing freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 14th day of January, 1998.

NOTARY PUBLIC:

[Signature]
My Commission Expires:



IN WITNESS WHEREOF, the undersigned Registered Agent hereby accepts such designation on this 14th day of January, 1998. I am familiar with and accept the duties and responsibilities as Registered Agent for this corporation.

WITNESSES:

Sign *Joanna Kowalski*
Print JOANNA KOWALSKI
Sign *Sandra Yuen*
Print Sandra Yuen

Frederick L. Mouser
Frederick L. Mouser,
Registered Agent

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared Frederick L. Mouser, Esq., as Registered Agent, to me well known to be the person described in and who acknowledged before me that he executed the foregoing freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 14th day of January, 1998.

NOTARY PUBLIC:

Sandra Tatum-Yuen
My Commission Expires:



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DIVISION OF CORPORATIONS