

P98000057683

Return to: CSC
1201 Hays Street
Tallahassee, FL 32301

ACCOUNT NO. : 072100000032

REFERENCE : 872836 101142A

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pigato

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 29 AM 10:46

ORDER DATE : June 26, 1998

ORDER TIME : 4:40 PM

ORDER NO. : 872836-005

CUSTOMER NO: 101142A

CUSTOMER: Robert E. Wiggins, esq
SLATER & WIGGINS

334 East Lake Road #336

Palm Harbor, FL 34685

400002574264--0

DOMESTIC FILING

NAME: THE IVY COTTAGE, 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: Christopher Smith

EXAMINER'S INITIALS: _____

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DIVISION OF CORPORATION

6-29
WS

**ARTICLES OF INCORPORATION
OF
THE IVY COTTAGE, INC.**

**ARTICLE I
NAME**

The name of this Corporation is THE IVY COTTAGE, INC.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office of the Corporation and mailing address is:

13579 Andova Drive
Largo, Florida 33774

**ARTICLE III
TERM**

The term of existence of this Corporation is perpetual.

**ARTICLE IV
PURPOSE**

This Corporation is organized to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act.

**ARTICLE V
CAPITAL STOCK**

This Corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$1.00) par value common stock.

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ARTICLE VI
DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Directors of this Corporation, who shall serve until their successors are elected and have qualified or until removed are as follows:

<u>NAME</u>	<u>ADDRESS</u>
PATRICIA G. RATH	13579 Andova Drive Largo, Florida 33774
ROSEANNA DIRMANN	10810 Del Prado Drive Largo, Florida 33774

ARTICLE VII
OFFICERS

The affairs of this Corporation shall be administered by the officers designated by the Bylaws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the shareholders, and they shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors, are as follows:

<u>OFFICE</u>	<u>NAME AND ADDRESS</u>
President Secretary	PATRICIA G. RATH 13579 Andova Drive Largo, Florida 33774
Vice President Treasurer	ROSEANNA DIRMANN 10810 Del Prado Drive Largo, Florida 33774

ARTICLE VIII
REGISTERED AGENT

The name and address of the initial registered agent of this corporation is as follows:

ROBERT E. WIGGINS, ESQUIRE
Sein Professional Center
36402 U.S. Highway 19 N.
Palm Harbor, FL 34684

ARTICLE IX
INDEMNIFICATION

Every Director and every officer of this Corporation serving this Corporation at its request, shall be indemnified by this Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon them in connection with any proceeding or any settlement of any proceeding to which they may be a party or in which they may become involved by reason of their being or having been a Director or officer of this Corporation, or by reason of their serving or having served this Corporation at its request, whether or not they are a Director or officer or are serving at the time such expenses or liabilities are incurred; provided that in such cases wherein the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of their duties and also in the event of a settlement, before entry of judgment, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interests of this Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which that person may be entitled.

ARTICLE X
BYLAWS

The first Bylaws of this Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

ARTICLE XI
AMENDMENTS

Amendments to the Articles of Incorporation shall be first adopted in resolution form by majority vote of the Board of Directors, who shall direct in its proceedings that the proposed amendment be submitted to a vote of the shareholders either at an annual meeting or a special meeting called for that purpose. At the shareholders' meeting, the affirmative vote of the holders of a majority of shares entitled to vote shall be required for adoption of the proposed amendment.

ARTICLE XII
SUBSCRIBER

The name and address of the Subscriber to these Articles of Incorporation is as follows:

NAME

ADDRESS

PATRICIA G. RATH

13579 Andova Drive
Largo, Florida 33774

IN WITNESS WHEREOF, the Subscriber has hereunto affixed her signature on this _____
day of June, 1998.



PATRICIA G. RATH

STATE OF FLORIDA]

COUNTY OF PINELLAS]

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared PATRICIA G. RATH, who produced a valid Florida Drivers License/Identification Card and who executed the foregoing instrument for the purposes therein expressed.
R 300-695-41-821-0

Witness my hand and official seal in the County and State last aforesaid this 17 day of June, 1998.


NOTARY PUBLIC - State of Florida
My Commission Expires:



Sandra L. Ostromecky
MY COMMISSION # CC548339 EXPIRES
April 22, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

I, ROBERT E. WIGGINS, as Registered Agent for THE IVY COTTAGE, INC., do hereby agree to accept Service of Process on behalf of the Corporation, to keep my office located at Sein Professional Center, 36402 U.S. Highway 19 N. Palm Harbor, Florida 34684, open during prescribed hours; and to post my name in some conspicuous place in the above-stated office as required by law.

DATED: June 15, 1998.



ROBERT E. WIGGINS
Registered Agent

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 29 AM 10:47