

Division of Corporations

Page 1 of 1

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Division of Corporations  
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## FLORIDA PROFIT CORPORATION OR P.A.

BKW-GREENACRES, INC.

Certificate of Status	0
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Page Count	06
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B. McKnight AUG 20 1999

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**ARTICLES OF INCORPORATION  
OF  
BKW - GREENACRES, INC.**

THE UNDERSIGNED HEREBY MAKE, SUBSCRIBE, ACKNOWLEDGE AND  
FILE THIS CERTIFICATE FOR THE PURPOSE OF BECOMING A CORPORATION  
UNDER THE LAWS OF THE STATE OF FLORIDA.

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ARTICLES I.

NAME

The name of this corporation is BKW - GREENACRES, INC.

ARTICLES II.

PURPOSE

This corporation may engage in any activity or business permitted under the laws  
of the United States and of the State of Florida.

ARTICLES III.

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to  
have outstanding at any time is 1,000 shares of common stock at One and no/100  
(\$1.00) Dollars per share par value.

This instrument was prepared  
Nancy C. Haire  
P. O. Box 15707  
St. Petersburg, FL 33733  
(727) 823-4000 ext. 4417

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FAX AUDIT # H990000209280ARTICLES IV.DURATION

This corporation is to exist perpetually.

ARTICLES V.PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office of the corporation shall be located at 360 Central Avenue , St. Petersburg, FL, Pinellas County, Florida.

The name and street address of the initial registered agent of the corporation in the State of Florida is Robert G. Southey at 360 Central Avenue, St. Petersburg, FL 33701. The Board of Directors may, from time to time, appoint a substitute registered agent and move the registered office or the principal office, or both, to any other address in the State of Florida.

ARTICLES VI.INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) or more director(s) as provided by the By-Laws. Initially, this corporation shall have five (5) directors, the names of whom are as follows:

Robert M. Menke	360 Central Avenue, St. Petersburg, FL
David K. Meehan	360 Central Avenue, St. Petersburg, FL
Robert G. Menke	360 Central Avenue, St. Petersburg, FL
Edwin C. Hussemann	360 Central Avenue, St. Petersburg, FL
G. Kristin Delano	360 Central Avenue, St. Petersburg, FL

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FAX AUDIT # H99000020928 0

ARTICLES VII.

INCORPORATORS

The name and address of the Incorporator of this corporation is:

Nancy C. Haire 360 Central Avenue, St. Petersburg, FL

ARTICLES VIII.

OFFICERS

The names and addresses of the officers of this corporation are as follows:

Robert M. Menke, Chairman	360 Central Avenue, St. Petersburg, FL
David K. Meehan, Vice Chairman	360 Central Avenue, St. Petersburg, FL
Steven K. Kurcan, President	360 Central Avenue, St. Petersburg, FL
Robert G. Menke, Sr. Vice Pres.	360 Central Avenue, St. Petersburg, FL
Edwin C. Hussemann, Treasurer	360 Central Avenue, St. Petersburg, FL
G. Kristin Delano, Secretary	360 Central Avenue, St. Petersburg, FL

ARTICLES IX.

COMMENCEMENT OF CORPORATE EXISTENCE

The existence of this corporation shall commence upon filing with the Secretary of State's office.

ARTICLES X.

BY-LAWS

The initial By-Laws shall be adopted by the Board of Directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

FAX AUDIT# H99000020928 0 G:\CORPORATE\BKW - GREENACRES\ARTICLE.INC.DOC AUGUST 18, 1999

FAX AUDIT # H 99 0000 20928 0ARTICLES XI.INDEMNIFICATION

The corporation shall indemnify all directors and officers, whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer, or is or was serving at the request of the corporation as an officer or director against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, including any appeal thereof; provided, however, that there shall be no indemnification against gross negligence or willful misconduct.

ARTICLES XII.AMENDMENT

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

**IN WITNESS WHEREOF**, these Articles of Incorporation have been signed, as Incorporator, by Nancy C. Haire.

Dated this 18<sup>th</sup> day of August, 1999.

Nancy C. Haire  
Nancy C. Haire

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 18<sup>th</sup> day of August, 1999, by Nancy C. Haire, as Incorporator of BKW - GREENACRES, INC., a Florida corporation, on behalf of the corporation. He is personally known to me or who has produced as identification, and did take an oath.



Susan M. Dill  
Susan M. Dill, Notary Public  
Serial Number: No. CC 795916  
My Commission Expires: 12/27/2002

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

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

First - That BKW - GREENACRES, INC., desiring to organize under the laws of the State of Florida with its principal place of business in Pinellas County, Florida, has named Robert G. Southey, located at 360 Central Avenue, St. Petersburg, FL, 33701 as its agent to accept service of process within this state.

**ACKNOWLEDGMENT**

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

  
Robert G. Southey, Registered Agent

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