P99000086243

CAPITAL CONNECTION, INC.

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

Sarasota Lifestyles II, Inc

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*****70.00 *****70.00

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 29 PM 2:00

✓ Art of Inc. File
___ 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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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

File First

Signature

Requested by:

CW	9/29	10:40
Name	Date	Time

Walk-In ________ Will Pick Up ________

9/29/99

CONSENT TO USE OF NAMES

I, Thomas Brown, am the majority shareholder and director of "Sarasota Lifestyles, Inc." an active, for-profit Florida corporation, established on September 16, 1996, under document number P96000079908.

I hereby consent to the use of the name "Sarasota Lifestyles II, Inc." by a Florida corporation to be formed on or near the date of this letter.

I hereby consent to the use of the name "Sarasota Lifestyles, Ltd." by a Florida limited partnership to be formed on or near the date of this letter.

THOMAS BROWN
Dated: September 28, 1999

219430

EFFECTIVE DATE
9/26/99

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ARTICLES OF INCORPORATION

OF

SARASOTA LIFESTYLES II, INC.

The undersigned subscriber to the articles of incorporation, Thomas Brown, who is a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida as follows:

ARTICLE I.

Name

The name of this corporation is SARASOTA LIFESTYLES II, INC. The mailing address of the corporation is 1423 Kimlira Lane, Sarasota, Florida 34231.

ARTICLE II.

Term of Existence

The date when corporate existence shall commence shall be September 26, 1999. The corporation shall have perpetual existence thereafter.

ARTICLE III.

Nature of Business

This corporation is organized to engage in any and all lawful businesses.

ARTICLE IV.

Powers

The corporation shall have power:

(a) To have perpetual succession by its corporation name.

(b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.

(c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

(d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

(f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.

(g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other municipality or of any instrumentality thereof.

(h) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

(i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state.

(k) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

(l) To make and alter bylaws, not inconsistent with these articles of incorporation and the laws of this state, for the administration and regulation of the affairs of the corporation.

(m) To make donations for the public welfare or for charitable scientific or educational purposes.

(n) To transact any lawful business which the board of directors shall find will be in aid of governmental policy.

(o) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

(p) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise.

(q) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE V.

Capital Stock

This corporation is authorized to issue seven thousand five hundred (7,500) shares of one dollar ($1.00) par value common stock, which may be fractional shares. All stock, when issued, shall be fully paid and non-assessable.

ARTICLE VI.

Initial Registered Office and Agent
and Principal Office Address

The street address of the initial registered office of this corporation is 1423 Kimlira Lane, Sarasota, Florida 34231, and the name of its initial registered agent at such address is Thomas Brown. The principal mailing address is the same.

ARTICLE VII.

Directors

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the board of directors, but any amendment to the bylaws which either increase or decrease the number of directors shall be ratified by holders of a majority of the outstanding shares of stock of the corporation, provided that the corporation shall always have at least one director. The name and street address of the initial director of this corporation, who shall serve until his successor or successors is or are duly elected and qualified, are:

Name	Address
Thomas Brown	1423 Kimlira Lane Sarasota, Florida 34231

ARTICLE VIII.

Subscriber

The name and street address of the incorporator signing these articles of incorporation are:

Name	Address
Thomas Brown	1423 Kimlira Lane Sarasota, Florida 34231

ARTICLE IX.

Special Provisions

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors of this corporation.

ARTICLE X.

Indemnification

The corporation shall indemnify any director or officer or any former director or officer, to the full extent permitted by law.

ARTICLE XI.

Preemptive Rights

Each shareholder of the corporation shall be entitled to full preemptive rights to acquire his proportional part of any unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire such shares, which may be issued at any time by the corporation.

ARTICLE XII.

Removal of Directors

The shareholders of this corporation shall be entitled to remove any director from office at any time for any reason whatsoever, whether or not there is cause for removal.

ARTICLE XIII.

Amendment

These articles of incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation on September 28, 1999.

B

THOMAS BROWN

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me on September 28, 1999, by Thomas Brown, who ☒ is personally known to me or ☐ has produced ______________________________ as identification and who did (did not) take an oath.

OFFICIAL SEAL
STEPHEN B. KEYSER
Notary Public State of Florida
Commission # CC 696513
Comm. Exp. Dec. 12, 2001

____
(Print or Type Name Here↑) STEPHEN B. KEYSER
Notary Public
My Commission Expires:
Serial Number (if any)
Commission Expiration Date

ACCEPTANCE OF REGISTERED AGENT

I hereby agree, as Registered Agent, to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law. I am familiar with and accept the obligations provided for in §607.0505 of the Florida Statutes.

THOMAS BROWN
Registered Agent

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