

P99000110315

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H99000032842 9)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : COHEN, BERKE, BERNSTEIN, BRODIE & KONDELL, P.A.
Account Number : 075410000050
Phone : (305) 854-5900
Fax Number : (305) 857-9322

FLORIDA PROFIT CORPORATION OR P.A.

CHANNING CORPORATION 37

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

FILED
99 DEC 22 PM 4:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing

Public Access Help

FILED
99 DEC 22 PM 4:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H99000032842 9

ARTICLES OF INCORPORATION
OF
CHANNING CORPORATION 37

The undersigned, acting as incorporator of CHANNING CORPORATION 37, (the "Corporation") under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the Corporation is: CHANNING CORPORATION 37
ARTICLE II

COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence on the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE III

DURATION

The duration of the Corporation will be perpetual.

ARTICLE IV

PURPOSE

The general purpose or purposes for which the Corporation is organized is to transact any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act.

H99000032842 9

H99000032842 9

ARTICLE V

PRINCIPAL OFFICE AND MAILING ADDRESS

The street address and mailing address of the principal office of the Corporation is:

3300 PGA Boulevard, Suite 550
Palm Beach Gardens, FL 33410

ARTICLE VI

AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to issue is Ten Thousand (10,000) shares of Common Stock at \$.01 par value per share.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 2601 South Bayshore Drive, 19th Floor, Miami, Florida 33133, and the name of the Corporation's initial registered agent at that address is COBER Corporate Agents, Inc.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time, as provided in the Bylaws. The names and addresses of the initial directors are:

<u>Names</u>	<u>Addresses</u>
Joel B. Channing	3300 PGA Boulevard, Suite 550 Palm Beach Gardens, FL 33410
Jon H. Channing	3300 PGA Boulevard, Suite 550 Palm Beach Gardens, FL 33410

H99000032842 9

H99000032842 9

ARTICLE IX
INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Eileen Trautman	c/o Cohen, Berke, Bernstein, Brodie & Kondell, P.A. 2601 South Bayshore Drive, 19 th Floor Miami, Florida 33133

ARTICLE X
INDEMNIFICATION

To the extent permitted by law, the Corporation shall indemnify any person who was or is a party to any proceeding by reason of the fact that he or she is or was a director, officer, employee, or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection with such proceeding, including any appeal thereof, if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The Corporation shall reimburse each person for all costs and expenses, including attorneys' fees, reasonably incurred by him or her in connection with any such liability in the manner provided for by law or in accordance with the Corporation's Bylaws.

The rights accruing to any person under the foregoing provision shall not exclude any other right to which he or she may be lawfully entitled, nor shall anything therein contain or restrict the right of the Corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

H99 000032842 9

H99 000032842 9

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22nd day of December, 1999.


Eileen Trautman, Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been designated as registered agent for CHANNING CORPORATION 37 in the foregoing Articles of Incorporation, I, on behalf of COBER Corporate Agents, Inc., a Florida corporation, hereby agree to accept service of process for said corporation and to comply with all statutes relative to the complete and proper performance of the duties of a registered agent. I am familiar with and accept the obligations of that position.

COBER CORPORATE AGENTS, INC.

By: 
Michael A. Berke

Title: Vice President

FILED
99 DEC 22 PM 4:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H99 000032842 9