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JOHN E. MOORE, III*
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JAMES A. TAYLOR, III*
MICHAEL J. SWAN
OF COUNSEL

*ALSO ADMITTED IN
THE DISTRICT OF COLUMBIA

June 30, 2000

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

200003318392--D
-07/10/00--01120--006
*****78.75 *****78.75

RE: A Mano Naples, Inc.

Dear Sir/Madam:

Enclosed please find Articles of Incorporation as referenced above for filing. Also enclosed is a check in the amount \$78.75 representing the filing fee, the registered agent designation and the cost for a certified copy of the filed Articles.

I have also enclosed a self-addressed, stamped envelope for the return of the certified copy to me.

Thank you for your assistance in this matter.

Very truly yours,


A. Dawn Massarelli
Legal Assistant

Enclosures

cc: Adam C. Mahr, w/ enclosures
VIA FAX (202) 298-8330

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FILED
00 JUL 10 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N. Culligan JUL 13 2000

ARTICLES OF INCORPORATION
OF
A MANO NAPLES, INC.

FILED
00 JUL 10 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation shall be "A MANO NAPLES, INC."

ARTICLE II
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 301 13th Avenue South, Naples, FL, 34102.

ARTICLE III
SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV
MANNER OF ELECTION OF DIRECTORS

The directors shall be appointed by the shareholders at the annual shareholders' meeting.

ARTICLE V
INITIAL DIRECTORS

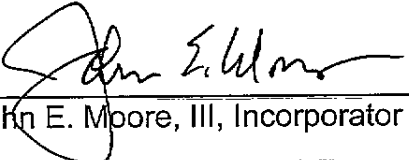
The initial director of the Corporation shall be Adam C. Mahr.

ARTICLE VI
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is John E. Moore, III, Rossway, Moore & Taylor, 5070 North Highway A-1-A, Suite 200, Vero Beach, FL, 32963.

ARTICLE VII
INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is John E. Moore, III, 5070 North Highway A-1-A, Suite 200, Vero Beach, Florida 32963.

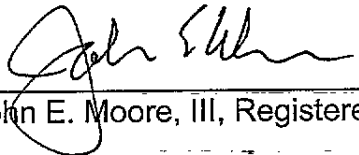


John E. Moore, III, Incorporator

6/30/00

Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



John E. Moore, III, Registered Agent

6/30/00

Date

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00 JUL 10 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA