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TALLAHASSEE, FLORIDA

gmbc

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ANTHONY J. CATALANO
Voice Mail Ext. 110
Acatalano@bsk.com

November 14, 2002

VIA FEDERAL EXPRESS
Secretary of State
Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, FL 32399

Re: AZURE AT BONITA BAY, INC.

Gentlemen:

Enclosed herein please find the following with respect to the above captioned not-for-profit corporation:

Original and one copy of the Articles of Incorporation, together with
Registered Agent Certificate

Also enclosed is our check in the amount of \$78.75 to be applied as follows:


Filing Fees	\$ 35.00
Registered Agent Designation	35.00
Certified Copy	<u>8.75</u>
	\$ 78.75

The certified copy of the Articles of Incorporation should be returned to the undersigned.

If you have any questions concerning the enclosed, please do not hesitate to contact the undersigned.

Very truly yours,

BOND, SCHOENECK & KING, P.A.


Anthony J. Catalano

AJC:mjs
Enclosures
cc: Mr. Richard J. Baker



ARTICLES OF INCORPORATION
OF
AZURE AT BONITA BAY, INC.

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TALLAHASSEE, FLORIDA

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

ARTICLE I

The name of the corporation is AZURE AT BONITA BAY, INC. and the address of the principal office is 4200 Gulf Shore Boulevard North, Naples, FL 34103.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV

The corporation shall have authority to issue Seventy-Five Hundred (7,500) shares, all of one class, One (\$1.00) Dollar par value.

ARTICLE V

The address of its initial registered office is 4001 Tamiami Trail North, Suite 250, Naples, FL 34103, and the name of its initial registered agent at said address is Anthony J. Catalano.

ARTICLE VI

The name and address of the incorporator is:

NAME

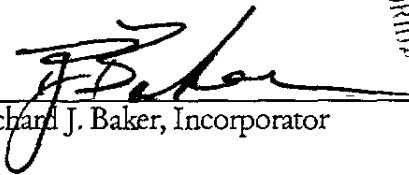
Richard J. Baker

ADDRESS

4200 Gulf Shore Boulevard North
Naples, FL 34103

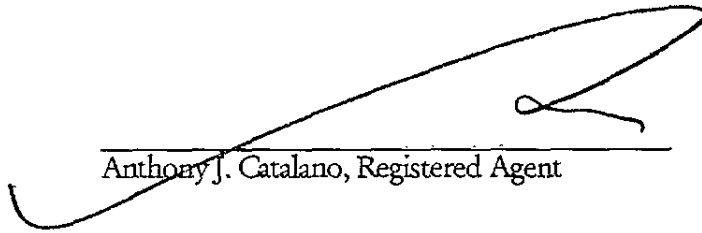
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TALLAHASSEE, FLORIDA

DATED: 11/12/02


Richard J. Baker, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been designated as the Registered Agent of the above-named corporation to accept service of process for said corporation, at the place designated in the foregoing Articles of Incorporation, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.


Anthony J. Catalano, Registered Agent