

P96000031238

HARTER, SECRET & EMERY

431 East Fayette Street  
Hyannis, New York 13207-1010  
315 • 474-4000  
FAX 315 • 474-7700

One Madison Place  
Albany, New York 12207-2110  
518 • 434-4377  
FAX 518 • 427-0197

ATTORNEYS AT LAW  
A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS  
800 LAUREL OAK DRIVE

SUITE 400  
NAPLES, FLORIDA 33903-2730

041 • 600-4444  
FAX 041 • 600-2761

700 Midtown Tower  
Rochester, New York 14604-2070  
716 • 232-6800  
FAX 716 • 232-2102

April 3, 1996

UPS NEXT DAY AIR

State of Florida  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Vanderholly, Inc.

Gentlemen:

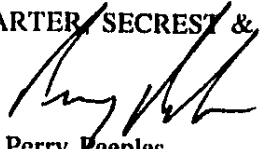
Enclosed herewith please find an original plus one (1) copy of the Articles of Incorporation for the above-referenced corporation. Please file the original and return the copy certified to me at your earliest convenience.

Our client's check in the amount of \$122.50 is enclosed for the required filing fee.

If you have any questions or need additional information, please feel free to contact me.

Very truly yours,

HARTER, SECRET & EMERY

  
C. Perry Peoples

CPP/jpw  
Enclosures

FILED  
APR 4 PM 12:01  
TALLAHASSEE, FLORIDA

900001769579  
-04/04/96--01082--012  
\*\*\*122.50 \*\*\*122.50

ARTICLES OF INCORPORATION

OF

VANDERHOLLY, INC.

The undersigned, for the purposes of forming a corporation under Section 607.0202 of the Florida Business Corporation Act, does hereby certify as follows:

ARTICLE I

Corporate Name and Address

The name of the Corporation is Vanderholly, Inc. and the address of the principal office and mailing address of the Corporation is 3 Hanover Square, Suite 11C, New York, New York 10004.

ARTICLE II

Corporate Purposes

The Corporation is organized to transact any and all lawful business authorized by the Florida Business Corporation Act.

ARTICLE III

Authorized Stock

The aggregate number of shares of the Corporation shall be 1000, all of which are to be voting common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV

Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 800 Laurel Oak Drive, Suite 400, Naples, Florida 33963-2738. The name of the initial registered agent of the Corporation at the registered office shall be C. Perry Peeples, Esq.

FILED  
25 APR - 4 11:23 AM '07  
TALLAHASSEE, FLORIDA

ARTICLE V

Initial Board of Directors

The Initial Board of Directors of the Corporation shall be comprised of One (1) person. The Directors shall be elected annually, in accordance with the By-laws. The number of Directors may be increased or decreased from time to time in accordance with the By-laws, but shall never be less than one (1). The name and address of the initial Director to hold office until the first annual meeting of the Board of Directors, and until their successors shall have been elected and qualify are as follows:

Selena Vanderwerf  
3 Hanover Square, Suite 11C  
New York, New York 10004

ARTICLE VI

Incorporator

The name and address of the Incorporator of the Corporation is:

Selena Vanderwerf  
3 Hanover Square, Suite 11C  
New York, New York 10004

ARTICLE VII

Commencement of Existence

The Corporation shall be deemed to commence on the date of execution of Articles of Incorporation.

ARTICLE VIII

Duration

The term of existence of the Corporation is perpetual.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing  
Articles of Incorporation this 31<sup>ST</sup> day of March, 1996.

Selena Vanderwerf  
Selena Vanderwerf,  
Incorporator

STATE OF NEW YORK  
COUNTY OF NEW YORK

The foregoing instrument was acknowledged before me this 31<sup>ST</sup> day of March, 1996  
by Selena Vanderwerf, who is personally known to me or who has produced  
DRIVERS LICENSE as identification.

Virginia M. Carbone  
Notary Public

Printed Name

VIRGINIA M. CARBONE  
Notary Public, State of New York  
No. 4503310  
Qualified in Richmond County  
Certificate Filed in New York County  
Commission Expires ~~March 31, 1997~~

NOV. 30, 1997

7

ACCEPTANCE OF REGISTERED AGENT

FOR

VANDERHOLLY, INC.

2011.03.30  
96-000-4 0112-07  
TALLAHASSEE, FLORIDA

I, C. Perry Peeples, Esq., having signed the within as registered agent of Vanderholly, Inc., (the "Corporation") at the registered address of 800 Laurel Oak Drive, Suite 400, Naples, Florida 33963-2738, do hereby agree as registered agent to accept service of process, to keep an office of the Corporation open during the prescribed hours, and to post my name, and that any officer of the Corporation authorized to accept service of process at the above Florida designated address, in some conspicuous place in the office of the Corporation as required by law.



C. Perry Peeples,  
REGISTERED AGENT