

1201 HAYS STREET  
FALLAHASSEE, FL 32101-2607

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PREMIER HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 124795 82724A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : October 18, 1996

ORDER TIME : 9:57 AM

ORDER NO. : 124795-005

CUSTOMER NO: 82724A

CUSTOMER: Ms. Tracey Gonsalves  
MORRISON & CONROY

975 6th Avenue, South

Naples, FL 33940

10718296-000301-012  
\*\*\*122.50 \*\*\*122.50

DOMESTIC FILING

NAME: B.J. OF NAPLES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

FILED  
RECEIVED  
96 OCT 18 PM 1:23 96 OCT 18 AM 10:53  
SECRETARY OF STATE  
DIVISION OF CORPORATION  
FALLAHASSEE, FLORIDA

10-18-96  
KR

**MORRISON & CONROY**

A PROFESSIONAL ASSOCIATION  
ATTORNEYS AT LAW

675 SIXTH AVENUE SOUTH  
NAPLES, FLORIDA 34102  
(811) 048-8200

J. THOMAS CONROY, III  
BOARD CERTIFIED REAL ESTATE LAWYER  
DAVID N. MORRISON

TELECOPIER (811) 048-0140

October 17, 1996

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

Re: Articles of Incorporation of B. J. of Naples, Inc.

Dear Sir/Madam:

Enclosed please find an original and one copy of Articles of Incorporation for the above-referenced transaction. Also enclosed is a check in the amount of \$122.50 to cover the following costs:

1. \$35.00 - Filing Fee;
2. \$35.00 - Designation of Registered Agent;
3. \$52.50 - Certified Copy of the Articles of Incorporation.

TOTAL AMOUNT DUE - \$122.50

Should you have any questions, please feel free to call. Otherwise, your prompt attention to this matter is appreciated.

Very truly yours,

MORRISON & CONROY, P.A.



Tracy L. Gonsalves  
Secretary to David N. Morrison

/tlg  
Enclosures

ARTICLES OF INCORPORATION  
OF  
B. J. OF NAPLES, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FIRST:** The name of the corporation (the "Corporation") is B. J. OF NAPLES, INC.

**SECOND:** The principal office of the Corporation is 1501 Rail Head Boulevard, Naples, Florida 34110.

**THIRD:** The purpose or purposes for which the Corporation is organized are to engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida Business Corporation Act.

**FOURTH:** The aggregate number of shares which the Corporation shall have authority to issue is one thousand (1,000) shares of common stock, and the par value of each such share is One and 00/100 Dollars (\$1.00).

**FIFTH:** The street address of the initial registered office of the Corporation is 975 Sixth Avenue South, Naples, Florida 34102, and the name of its initial registered agent at such address is David N. Morrison.

**SIXTH:** The number of Directors constituting the initial Board of Directors of the Corporation is two (2). The number of Directors may be increased from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial Directors of the Corporation are:

Judith N. Buchholz  
1501 Rail Head Boulevard  
Naples, Florida 34110


Robert R. Buchholz  
1501 Rail Head Boulevard  
Naples, Florida 34110

SEVENTH: The name and address of the person signing these Articles is Judith N. Buchholz, 1501 Rail Head Boulevard, Naples, Florida 34110.

EIGHTH: The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the Shareholders.

NINTH: This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the Shareholders are subject to this reservation.


IN WITNESS WHEREOF, the undersigned Subscriber, for the purpose of forming a corporation under the Florida Business Corporation Act, has executed these Articles of Incorporation this 17<sup>th</sup> day of October, 1996.

  
\_\_\_\_\_  
JUDITH N. BUCHHOLZ, Subscriber

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 17<sup>th</sup> day of October, 1996 by JUDITH N. BUCHHOLZ, who is personally known to me or who has produced \_\_\_\_\_ (type of identification) as identification and who did (did not) take an oath. NOTE: If a type of identification is not inserted in the blank provided, then the person executing this instrument was personally known to me. If the words in the parenthetical "did not" are not circled, then the person executing this instrument did take an oath.

  
\_\_\_\_\_  
Signature  
DAVID N MORRISON  
\_\_\_\_\_  
(Type or print Name of Acknowledger)

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I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in this statement, 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.

*David N. Morrison*

DAVID N. MORRISON

Date: Oct 17<sup>th</sup>, 1996

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