

ACCOUNT NO. : 07210000032

REFERENCE: 661408 11626A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE: April 13, 2000

ORDER TIME : 10:30 AM

ORDER NO. : 661408-015

CUSTOMER NO:

11626A

CUSTOMER: Ms. Gail Neuharth

MYERS KRAUSE & STEVENS MYERS KRAUSE & STEVENS

Suite 600

5811 Pelican Bay Boulevard

Naples, FL 34108

DOMESTIC FILING

NAME:

HARVEY PROPERTIES, LTD.

000003207600--2 -04/13/00--01088--015 ***1837,50 ***1837,50

EFFECTIVE DATE:

ARTICLES OF INCORPORATION

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF PHEING:

XX____CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

- File 2nd

3K 113/W

CERTIFICATE OF LIMITED PARTNERSHIP HARVEY PROPERTIES, LTD.

The undersigned sole general partner, desiring to form a limited partnership pursuant to the laws of the State of Florida, certifies as follows:

The name of the limited partnership? Name of Limited Partnership. 1. HARVEY PROPERTIES, LTD. Office for Maintenance of Business Records. The address of the office a 2. which the records of the limited partnership will be kept is 3780 Fort Charles Drive, Naples, Florida 34102-7935. Agent for Service of Process. The name and address of the partnership's agent, 3. for service of process in Florida are Gail K. Neuharth, Esq., 5811 Pelican Bay Boulevard, Suite 600, Naples, Florida 34108. General Partner. The name and business address of the General Partner in the 4. Limited Partnership are as follows:

Name

Address

HARVEY PROPERTIES, INC.

3780 Fort Charles Drive Naples, Florida 34102-7935

P00000037720 Mailing Address of Partnership. The mailing address of the limited partnership 5. is 3780 Fort Charles Drive, Naples, Florida 34102-7935.

Latest Date of Dissolution. The latest date on which the limited partnership is to 6. dissolve is December 31, 2035.

Under penalties of perjury, I declare that I have read the foregoing and know the contents thereof, and that the facts stated herein are true and correct.

Dated as of this / O day of Aori

GENERAL PARTNER HARVEY PROPERTIES, INC.

a Florida corporation

Its: President

I hereby accept appointment as registered agent for the partnership.

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, constituting the sole General Partner of HARVEY PROPERTIES, LTD., declares that the capital contributions of the Limited Partners in the partnership are as follows:

The Limited Partners have made and anticipate to make capital contributions of \$10,000,000.

Further Affiant sayeth not. Under penalties of perjury, I declare that I have read the foregoing and know the contents thereof, and that the facts stated herein are true and correct.

HARVEY PROPERTIES, INC. a Florida corporation, GENERAL PARTNER

By: CURRAN W. HARVEY, JR.

Its: PRESIDENT

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was sworn to and subscribed before me this \(\begin{aligned} \limits \) day of \(\begin{aligned} \limits \limits \end{aligned} \), 2000, by CURRAN W. HARVEY, JR., the President of HARVEY PROPERTIES, LTD., who \(\begin{aligned} \limits \) personally known to me or who \(\Bar\) has produced a driver license as identification.

Notary Public State of Florida

My Commission Expires:

SHELLY A. OSTERHOUT SCOMMISSION # CC 680205 EXPIRES SEP 14, 2001 BONDED THRU ATLANTIC BONDING CO., INC.

(Printed, typed or stamped commissioned name of Notary Public)

AUTHORIZATION TO USE THE NAME HARVEY PROPERTIES, INC.

I, the undersigned, being the sole incorporator of HARVEY PROPERTIES, INC., and being the President of the corporation of HARVEY PROPERTIES, INC., the sole General Partner of the partnership to be named "HARVEY PROPERTIES, LTD." hereby permit and authorize the partnership to use the name "HARVEY PROPERTIES, LTD.".

CURRAN W. HARVEY, JR.

Incorporator and President of HARVEY PROPERTIES, INC., the General Partner of

HARVEY PROPERTIES, LTD.

F/MEPMARVEY-CURRANIHARVEY PROPERTIES INCVAUTHORIZATION TO USE NAME DOC 040700, 1049