

P00000034642



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 651270 6258A

AUTHORIZATION : Patricia Pizit

COST LIMIT : \$ 78.75

ORDER DATE : April 5, 2000

ORDER TIME : 10:42 AM

ORDER NO. : 651270-005

500003196875--8

CUSTOMER NO: 6258A

CUSTOMER: David P. Browne, Esq
BOND SCHOENECK & KING, P.A.
BOND SCHOENECK & KING, P.A.
Suite 404
4001 Tamiami Trail North
Naples, FL 34103

DOMESTIC FILING

NAME: VICTORIA BELLE' 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: Janine Lazzarini

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR -5 PM 2:13

RECEIVED
00 APR -5 PM 12:05
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR -5 PM 2:13

ARTICLES OF INCORPORATION
OF
VICTORIA BELLÉ INC.

The undersigned Incorporator to these articles of Incorporation, competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is VICTORIA BELLÉ, INC.

ARTICLE II - ADDRESS

The principal place of business and mailing address of the corporation is 5100 Tamiami Trail North, Suite 143; Naples, Florida 34109.

ARTICLE III - PURPOSE

This corporation may engage or transact in any or all lawful activities or business.

ARTICLE IV - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to issue is one thousand (1,000) shares of common stock having a par value of one dollars (\$1.00) per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5100 Tamiami Trail North, Suite 143, Naples, Florida 34109, and the name of the initial registered agent of this corporation at that address is VICTORIA B. JACKSON.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is DAVID P. BROWNE, 26811 South Bay Drive, Suite 200; Bonita Springs, Florida 34134.

IN WITNESS WHEREOF, the Incorporator has hereunto set his hand and seal and acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 31st day of March, 2000.



DAVID P. BROWNE

STATE OF FLORIDA

COUNTY OF LEE

Before me, a Notary Public, the foregoing instrument was acknowledged this 31st day of March, 2000, by DAVID P. BROWNE, who is personally known to me.

Notary Public
State of Florida at Large
My Commission Expires:

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 APR -5 PM 2:13

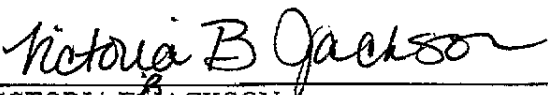
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND
REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, VICTORIA BELLÉ, INC., desiring to be organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida:

1. The name and address of the registered agent and office is:

^B
VICTORIA E. JACKSON
5100 TAMiami TRAIL NORTH, STE. 143
NAPLES, FLORIDA 34109

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.


VICTORIA E. JACKSON,
Registered Agent

Date: 3-31-00