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April 4, 2000

Florida Department of State
Katherine Harris, Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-04/06/00--01097--016
*****78.75 *****78.75

Re: **Schanck Equities Group, Inc.**

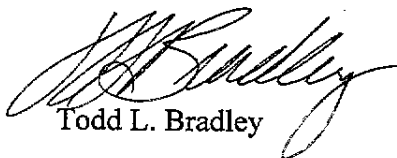
Dear Sir or Madam:

Enclosed is an original and two (2) copies of the articles of incorporation and a check for \$78.75, the amount required as filing fee and for a Certificate of Status and certified copy of same.

Please return to:

Todd L. Bradley
Grant, Fridkin, Pearson, Athan & Crown, P.A.
5551 Ridgewood Drive, Suite 501
Naples, FL 34108

Very truly yours,


Todd L. Bradley

FILED
00 APR -6 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TLB/saf
Enclosures

FLA-Corp-art-file-ltr.doc

cc: Mrs. Sally Schanck
Mr. Brett Schanck
Mr. William Ward
Howard L. Crown, Esq.

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ARTICLES OF INCORPORATION
OF
SCHANCK EQUITIES GROUP, INC.

FILED
00 APR -6 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I
NAME

The name of the Corporation shall be: SCHANCK EQUITIES GROUP, INC.

ARTICLE II
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

c/o 5551 Ridgewood Drive, Suite 501
Naples, FL 34108

ARTICLE III
SHARES

The authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock with a par value of \$1.00 per share. The stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors but not less than par value. Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock and such agreements may take the form of options, rights of first refusal, buy and sell agreements or any other lawful form of agreement.

ARTICLE IV
NUMBER OF DIRECTORS

The business of this Corporation shall be managed by a Board of Directors consisting of not fewer than one (1) person, the exact number to be determined from time to time in accordance with the By-Laws.

**ARTICLE V
INITIAL BOARD OF DIRECTORS**

The names and street addresses of the members of the initial Board of Directors of this Corporation, who shall hold office until the first annual meeting of shareholders, and thereafter until their successors are elected are as follows:

Sally Schanck
4484 Furman Highway
Clayton, MI 49235

**ARTICLE VI
OFFICERS**

The Corporation shall have a President, a Secretary and a Treasurer and may have additional and assistant officers including, without limitation thereto, a Chairman of the Board of Directors, one or more Vice Presidents, Assistant Secretaries and Assistant Treasurers. A person may hold more than one office.

**ARTICLE VII
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is: Todd L. Bradley, Esq., Grant, Fridkin, Pearson, Athan & Crown, P.A., 5551 Ridgewood Drive, Suite 501, Naples, Florida 34108.

**ARTICLE VIII
INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is: Sally Schanck, 4484 Furman Highway, Clayton, MI 49235.

The undersigned incorporator has executed these Articles of Incorporation this 24 day of March, 2000.



SALLY SCHANCK, Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE
SCHANK EQUITIES GROUP, INC.**

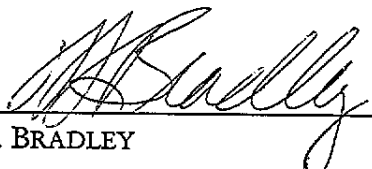
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00 APR -6 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, 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 of the corporation is: Schanck Equities Group, Inc.
2. The name and address of the registered agent and office is:

TODD L. BRADLEY, ESQUIRE
Grant, Fridkin, Pearson, Athan & Crown, P.A.
5551 Ridgewood Drive, Suite 501
Naples, Florida 34108

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.



TODD L. BRADLEY
Date: 3-27-00