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H. ANTHONY HEIST Admitted Florida & New Jersey

DAVID R. WEISSE
Admitted Florida & Connecticut

HEIST & WEISSE, P.A.

1661 Estero Blvd., Ste. 20
Post Office Box 2514
Ft. Myers Bch, FL 33932
941-463-1765 941-463-3911 Fax
1-800-253-8428 1-800-367-9038 Fax
April 13, 2000

Other Locations 8001 N. Dale Mabry Hwy. Suite 501-A Tampa, FL 33614

> 37 N. Orange Ave. Suite 500 Orlando, FL 32801

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

Re: Incorporation of P & B OF FT. MYERS BEACH, INC.

Dear Sir/Madam:

Enclosed please find a check in the amount of \$122.50, payable to the Secretary of State, State of Florida, in payment of the following:

Filing of Articles of Incorporation

\$70.00

2. Certified copy of filed Articles

\$52.50

Also enclosed, please find the original and one copy of the Articles of Incorporation for the above-named corporation. Upon your approval and your filing of the original of these Articles, I would request that you send me a certified copy of the same to the above Post Office address.

Thanking you in advance for your cooperation, I remain,

Very truly yours,

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ARTICLES OF INCORPORATION

OF

P & B OF FT. MYERS BEACH, INC.

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SECRETARY OF STAIL
TALLAHASSEE, FLORE

ARTICLE I - NAME

The name of this corporation is P & B OF FT. MYERS BEACE, INC.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business that may be transacted by corporations under Chapter 607 of the Florida Statutes.

ARTICLE III - CAPITAL STOCK

This corporation shall be authorized to issue 1000 shares of \$1.00 par value stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent at this address is as follows:

H. ANTHONY HEIST ATTORNEY AT LAW 1661 ESTERO BOULEVARD, SUITE 20 P.O. BOX 2514 FORT MYERS BEACH, FL 33932

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director initially. The number of directors may either be increased or decreased from time to time but shall never be less than 1. The name and address of the initial director of the corporation is:

WILLIAM BROWN
225 OHIO AVE.
FT. MYERS BEACH, FL 33931

ARTICLE VI - INCORPORATOR

The name and address of the person signing these articles, WILLIAM BROWN 225 OHIO AVE. FT. MYERS BEACH, FL 33931 ARTICLE VII - CORPORATION'S PRINCIPAL OFFICE 225 OHIO AVE.

IN WITNESS WHEREOF, the undersigned subscriber has hereunto executed these Articles of Incorporation this /4 day of April, 2000.

FT. MYERS BEACH, FL 33931

William Brown

STATE OF FLORIDA COUNTY OF LEE

EXECUTION OF the foregoing Articles of Incorporation was acknowledged before me this _____ day of April, 2000, by William Brown who () did (xx) did not take an oath and who is either personally known to the undersigned officer or has produced the following form of identification ORDL # // 235/(IDENTIFICATION)

NOTARY PUBLIC SIGNATURE ABOVE

NOTARY NAME - Dottie Cyan Ledone

COMMISSION NUMBER COMMISSION EXPIRATION DATE //

(Notary Name/Commission number/Exp. Date

to be typed or printed)

Dottie Lynn Pedone (NOTARY Spires November 1, 2002

ACCEPTANCE OF REGISTERED AGENT The undersigned hereby accepts the appointment to act as registered agent of P & B OF FT. MYERS BEACH, INC. as made in the foregoing Articles of Incorporation.

H. ANTHONY HEIST, ATTORNEY