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ACCOUNT NO. : 072100000032

REFERENCE : 706916 80527A

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 78.75

ORDER DATE : May 23, 2000

ORDER TIME : 11:48 AM

500003264115--B

ORDER NO. : 706916-005

CUSTOMER NO: 80527A

CUSTOMER: Ms. Becky Mckay
VEGA BROWN STANLEY & BURKE
VEGA BROWN STANLEY & BURKE
2660 Airport Road, South

Naples, FL 34112

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 23 PM 1:14

DOMESTIC FILING

NAME: CLIPPER COVE VILLAS, 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: Pollye Janisse

EXAMINER'S INITIALS:

RECEIVED
00 MAY 23 PM 1:03
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. 5/24/00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 MAY 23 PM 1:14

ARTICLES OF INCORPORATION
OF
CLIPPER COVE VILLAS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

CLIPPER COVE VILLAS, INC.

The address of the principal office of this corporation shall be 942 North Collier Boulevard, Marco Island, Florida 34145, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on May 23, 2000.

CORPORATION SERVICE COMPANY

By: _____

Laura R. Dullap
Its Agent, Laura R. Dullap

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DIVISION OF CORPORATIONS

00 MAY 23 PM 1:14

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: _____

Laura R. Dunlap
Its Agent, Laura R. Dunlap

ACG/pej