



THE UNITED STATES  
CORPORATION  
COMPANY

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ACCOUNT NO. : 072100000032

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

REFERENCE : 732356 11626A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : June 15, 2000

ORDER TIME : 2:30 PM

ORDER NO. : 732356-005

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

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: MARSHALL VENTURES, INC.

~~FILE FIRST~~

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS: 12/6/15/00

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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RECEIVED

MYERS KRAUSE & STEVENS

CHARTERED

ATTORNEYS AT LAW

5811 PELICAN BAY BLVD., SUITE 600  
NAPLES, FLORIDA 34108-2794  
myerskrause.com

TELEPHONE (941) 598-1221  
FACSIMILE (941) 598-3499  
neuharth@myerskrause.com

GAIL K. NEUHARTH

June 14, 2000

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

Re: MARSHALL VENTURES, INC.

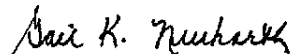
Dear Representative:

Enclosed please find the Articles of Incorporation and Certificate of Designation of Registered Agent and Registered Office of MARSHALL VENTURES, INC.

Please file same and return a certificate under seal to my representative at CSC Networks or me.

Thank you for your assistance in this matter.

Sincerely,



Gail K. Neuharth

Enclosures

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**ARTICLES OF INCORPORATION  
OF**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**MARSHALL VENTURES, 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 MARSHALL VENTURES, INC.

**ARTICLE II - ADDRESS**

The principal place of business and mailing address of the corporation is Grosvenor, PH-B, 6001 Pelican Bay Boulevard, Naples, FL 34108-8166.

**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 \$0.01 per share.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is c/o Myers Krause & Stevens, Chartered, Suite 600, 5811 Pelican Bay Boulevard, Naples, Florida, 34108, and the name of the initial registered agent of this corporation at that address is LESTER B. LAW, Esq.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is CHARLES MARSHALL, Grosvenor, PH-B, 6001 Pelican Bay Boulevard, Naples, FL 34108-8166.

The Incorporator has executed and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 14<sup>th</sup> day of June, 2000.

  
CHARLES MARSHALL

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

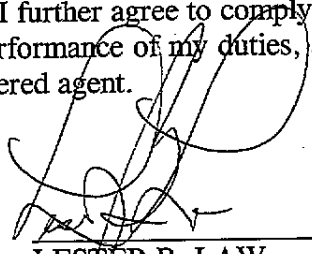
**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND  
REGISTERED OFFICE  
OF  
MARSHALL VENTURES, INC.**

Pursuant to the provisions of section 607.0501, Florida Statutes, MARSHALL VENTURES, 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:

The name and address of the registered agent and office are:

LESTER B. LAW  
c/o Myers Krause & Stevens, Chartered  
Suite 600  
5811 Pelican Bay Boulevard  
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.

  
\_\_\_\_\_  
LESTER B. LAW  
Registered Agent

Date: 6/14/2000