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February 19, 2001

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

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-02/23/01--01071--015
*****78.75 *****78.75

Re: POI DEVELOPMENT, INC.

Gentlemen:

Enclosed are duplicate originals of the Articles of Incorporation for filing with the State in the above-referenced corporation, together with a check in the amount of \$78.75 for the filing fee. Please provide me with a certified copy of the Articles of Incorporation. Thank you for your assistance in this matter.

Very truly yours,

Quarles & Brady LLP



David L. Petersen

DLP/jmk

Enclosures

cc: Mr. Robert S. Hardy (w/encl.)
Mr. Richard Burgeson (w/encl.)
Mrs. Kari Colson (w/encl.)

FILED
01 FEB 23 AM 11:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

? 2/26/01

FILED

01 FEB 23 AM 11:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

POI DEVELOPMENT, INC.

I, the undersigned natural person, acting as incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of the corporation is **POI DEVELOPMENT, INC.**

ARTICLE II

Principal Office

The initial principal office of the corporation is located at 4500 Executive Drive, Suite 100, Naples, Florida 34119.

ARTICLE III

Purpose

The purpose for which the corporation is organized is to engage in any lawful activity within the purposes for which a corporation may be organized under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes.

ARTICLE IV

Shares

The aggregate number of shares which the corporation shall have authority to issue is Ten Thousand (10,000) shares, consisting of one class only, designated as "Common Stock," of the par value of One Dollar (\$1.00) per share.

ARTICLE V

Directors

The affairs of the corporation shall be managed by a Board of Directors whose number and qualifications shall be fixed by the By-Laws.

ARTICLE VI

Right to Purchase Own Shares

The corporation shall have the right to acquire its own shares from time to time, upon such terms and conditions as the Board of Directors shall fix.

ARTICLE VII

Registered Office and Agent

The address of the initial registered office of the corporation is 4501 Tamiami Trail North, Suite 300, Naples, Florida 34103, and the name of its initial registered agent at such address is Naples-Lawdock, Inc.

ARTICLE VIII

Incorporator

The name and address of the incorporator is David L. Petersen, 4501 Tamiami Trail North, Suite 300, Naples, Florida 34103.

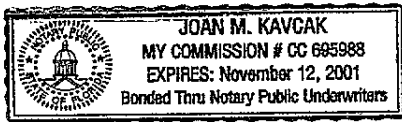
IN WITNESS WHEREOF, these Articles have been executed this 19 day of February, 2001.



David L. Petersen, Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 19 day of February, 2001
by David L. Petersen [✓] who is personally known to me.



Joan M. Kavcak
NOTARY PUBLIC

Joan M. Kavcak
Typed or printed name of notary
MY COMMISSION EXPIRES:

CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

Having been named in the foregoing Articles of Incorporation as registered agent to accept service of process for the said corporation at the place designated in such Articles, the undersigned certifies that it is familiar with and accepts the appointment as registered agent and the obligations thereof, and agrees to act in such capacity.

NAPLES-LAWDOCK, INC., Registered Agent

By: Timothy G. Mains

Timothy G. Mains
Vice President

FEB. 19, 2001
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA