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March 19, 2001

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Villas of Naples, Inc.

PO1000028083

REGISTRATION DATE
 03/16/01

- Filing Evidence** **Type of Document**
- Plain/Confirmation Copy
 - Certificate of Status

- Certified Copy
- Certificate of Good Standing

- Articles Only

- All Charter Documents to Include Articles & Amendments

- Fictitious Name Certificate

- Other **400003876924-2**
 -03/19/01--01041--011
 *****70.00 *****70.00

Retrieval Request

- Photocopy
- Certified Copy

SECRETARY OF STATE
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NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

RECEIVED
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 SUFFICIENCY OF FILING
 T. SMITH MAR 19 2001

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ARTICLES OF INCORPORATION

OF

VILLAS OF NAPLES, INC.

EFFECTIVE DATE

03/16/01

The undersigned, for the purposes of forming a corporation under Section 607.0202 of the Florida Business Corporation Act, does hereby certify as follows:

ARTICLE I

NAME AND ADDRESS

The name of the Corporation is Villas of Naples, Inc. and the street address of the Corporation is 552 11th Avenue South, Naples, Florida 34102

ARTICLE II

Corporate Purposes

The Corporation is organized to transact any and all lawful business authorized by the Florida Business Corporation Act.

ARTICLE III

Authorized Stock

The aggregate number of shares of the Corporation shall be 10,000, with no par value.

ARTICLE IV

Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 2640 Golden Gate Parkway, Suite 305, Naples, Florida 34105. The name of the initial registered agent of the Corporation at the registered office shall be Kathleen C. Passidomo.

SECRETARY OF STATE
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ARTICLE V

Initial Board of Directors

The initial Board of Directors of the Corporation shall be comprised of two (2) persons. The Directors shall be elected annually, in accordance with the By-laws. The number of Directors may be increased or decreased from time to time in accordance with the By-laws, but shall never be less than one (1). The names and addresses of the initial Directors to hold office until the first annual meeting of the Board of Directors, and until their successors shall have been elected and qualify are as follows:

James Greiff
552 11th Ave. S.
Naples, Florida 34102

Karen Greiff
552 11th Ave. S.
Naples, Florida 34102

ARTICLE VI
Incorporator

The name and address of the Incorporator of the Corporation is:
Kathleen C. Passidomo
2640 Golden Gate Parkway, Suite 305
Naples, Florida 34105

ARTICLE VII

Commencement of Existence


The Corporation shall be deemed to commence on the date of execution of Articles of Incorporation.

ARTICLE VIII

Duration

The term of existence of the Corporation is perpetual.

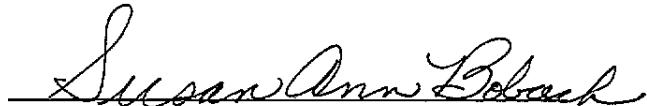
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 16th day of March, 2001.



Kathleen C. Passidomo
Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

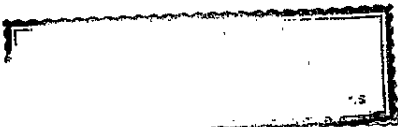
The foregoing instrument was acknowledged before me this 16th day of March, 2001, by Kathleen C. Passidomo who is personally known to me or who has produced _____ as identification and who did/did not take an oath.



Notary Public

SUSAN Ann Boback

Printed Name



ACCEPTANCE OF REGISTERED AGENT

FOR

VILLAS OF NAPLES, INC.

I, Kathleen C. Passidomo, having signed the within as registered agent of Villas of Naples., Inc. (the "Corporation") at the registered address of 2640 Golden Gate Parkway, Suite 305, Naples, Florida 34105, do hereby agree as registered agent to accept service of process, to keep an office of the Corporation open during the prescribed hours, and to post my name, and that any officer of the Corporation authorized to accept service of process at the above Florida designated address, in some conspicuous place in the office of the Corporation as required by law.


Kathleen C. Passidomo
REGISTERED AGENT

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