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PLEASE REPLY TO THE NAPLES OFFICE

April 23, 2001

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: FFB Title Company

200004082152--6
-04/26/01--01099--011
*****87.50 *****87.50

Dear Madam or Sir:

Enclosed are two (2) counterpart originals of the Articles of Incorporation of FFB Title Company, together with my check, payable to the order of Florida Department of State, in the amount of \$87.50.

At your earliest convenience, please file one counterpart original of the enclosed Articles of Incorporation, and return to me both a Certificate of Status for the newly filed corporation and a certified copy of the filed Articles of Incorporation (using the second counterpart original enclosed herewith).

Thank you in advance for your assistance in this matter

Very truly yours,

Edward A. Kalish

EDWARD A. KALISH

Enclosures: As Stated

FILED
01 APR 26 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SMITH APR 27 2001

ARTICLES OF INCORPORATION

OF

FFB TITLE COMPANY

The undersigned incorporator, a natural person competent to contract, hereby adopts the following Articles of Incorporation for the formation of a corporation under the provisions of Chapter 607, Florida Statutes, the Florida Business Corporation Act.

ARTICLE I
NAME

The name of the corporation is **FFB TITLE COMPANY**.

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the corporation's initial principal office, and the corporation's initial mailing address, is **8850 Tamiami Trail North, Naples, Florida 34108**. The Board of Directors may, from time to time, move the corporation's principal office to any other address in Florida.

ARTICLE III
SHARES OF STOCK

The number of shares of stock that the corporation is authorized to issue and have outstanding at any one time is **100 shares of common stock**, having a par value of **\$1.00 per share**.

ARTICLE IV
PREEMPTIVE RIGHTS

The corporation elects to have the preemptive rights set forth in Section 607.0630, Florida Statutes (2000), as such section may be amended from time to time hereafter.

FILED
01 APR 26 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V
INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The Florida street address of the corporation's initial registered office is **8850 Tamiami Trail North, Naples, Florida 34108**. The name of the corporation's initial registered agent at such initial registered office is **Edward A. Kalish**.

ARTICLE VI
INCORPORATOR

The name and address of the sole incorporator of the corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Edward A. Kalish	8850 Tamiami Trail North Naples, Florida 34108

ARTICLE VII
DIRECTOR

The corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time in the manner provided in the corporation's bylaws, or by an action duly adopted by the corporation's shareholders, but shall never be less than one (1).

ARTICLE VIII
INITIAL DIRECTOR

The name and address of the individual who is to serve as the corporation's initial director is:

<u>NAME</u>	<u>ADDRESS</u>
Edward A. Kalish	8850 Tamiami Trail North Naples, Florida 34108

ARTICLE IX
PURPOSES AND POWERS

The corporation is formed for the purpose of transacting, promoting, carrying on, and engaging in, any lawful act, activity or business for which corporations may be organized under the laws of the State of Florida.

The corporation shall have all of the powers vested in a corporation organized under, and existing by virtue of, the laws of the State of Florida.

ARTICLE X
AMENDMENT

These Articles of Incorporation, or any amendment to them, may be amended or repealed in the manner provided by Florida law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 23rd day of April, 2001.


EDWARD A. KALISH


STATE OF FLORIDA)
)
COUNTY OF COLLIER) SS:

The foregoing Articles of Incorporation were sworn to, subscribed and acknowledged before me this 23rd day of April, 2001, by Edward A. Kalish.

Edward A. Kalish is personally known to me.




[signature of Notary Public]


[typed or printed name of Notary Public]

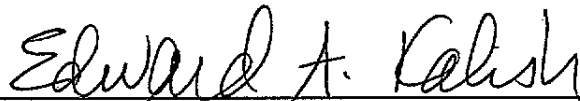
Notary Public, State of Florida

My Commission expires: 2/25/05

**CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR SERVICE OF PROCESS WITHIN THE
STATE OF FLORIDA, AND NAMING REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 607.0501 AND SECTION 48.091, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

FFB TITLE COMPANY, DESIRING TO ORGANIZE UNDER THE LAWS OF THE
STATE OF FLORIDA, HAS NAMED EDWARD A. KALISH, LOCATED AT 8850
TAMIAMI TRAIL NORTH, NAPLES, FLORIDA 34108, ITS REGISTERED AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.



EDWARD A. KALISH

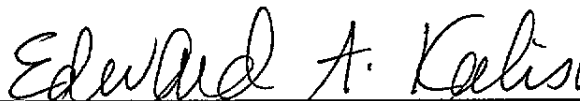
INCORPORATOR

TITLE

APRIL 23, 2001

DATE

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS
FOR THE ABOVE NAMED 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.



EDWARD A. KALISH

APRIL 23, 2001

DATE