

Division of Corporations

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**FLORIDA PROFIT CORPORATION OR P.A.****ESJ OF NAPLES, INC.**

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**ARTICLES OF INCORPORATION  
OF  
ESJ OF NAPLES, INC.**

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

ESJ OF NAPLES, INC.

SECOND: The principal office of the Corporation is:

c/o Earl St. John  
4228 Brynwood Drive  
Naples, Florida 34119

The mailing address of the Corporation is:

c/o St. John Forest Products, Inc.  
N16226 Birch Street  
P.O. Box 130  
Spaulding, MI 49886

THIRD: The aggregate number of shares that the Corporation is authorized to issue is Ten Thousand (10,000) shares of common stock, and the par value of each such share shall be One Cent (\$.01). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

3001 Tamiami Trail North, 4th Floor  
Naples, Florida 34103

and the name of the Corporation's initial registered agent at such address is:

CLASP Inc.

FIFTH: The name and address of the sole incorporator of the Corporation is:

CLASP Inc.  
3001 Tamiami Trail North, 4th Floor  
Naples, Florida 34103

Prepared by Joel H. Schechter, Esq.  
Cummings & Lockwood  
P.O. Box 413032  
Naples, Florida 34101  
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Florida Bar No. 0606987

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SIXTH: The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The number of Directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the person to serve as the sole member of the Board of Directors of the Corporation until the first annual meeting of the Shareholders of the Corporation, or until his successor has been elected and qualifies, is as follows:

Earl St. John  
c/o St. John Forest Products, Inc.  
N16226 Birch St.  
P.O. Box 130  
Spaulding, MI 49886

NOW, THEREFORE, the undersigned, being the sole incorporator hereinbefore named, for the purpose of forming a corporation under the Florida Business Corporation Act has executed these Articles of Incorporation this 11<sup>th</sup> day of July, 2001.

CLASP INC.  
Incorporator

By: 

Joe H. Schechter, President

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CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

1. The name of the corporation is: ESJ OF NAPLES, INC.
2. The name and address of the registered agent and office is:

CLASP Inc.  
3001 Tamiami Trail North, 4th Floor  
Naples, Florida 34103

*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.*

CLASP INC.  
Initial Registered Agent

By: 

Joe H. Schechter, President

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