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WILLIAM OWENS  
voice mail ext. 144  
owens@bsk.com

July 13, 2001

**CERTIFIED MAIL  
RETURN RECEIPT REQUESTED  
(ARTICLE NUMBER 7000 1670 0010 2776 0570)**

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

Re: *Articles of Incorporation  
Philbrook Development, Inc.*

500004481775--2  
-07/17/01--01108--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Madam/Sir:

We represent Philbrook Development, Inc., a corporation to be formed under the laws of the State of Florida. Pursuant to the Florida Business Corporation Act, enclosed please find Articles of Incorporation. Please file the Articles of Incorporation. We have enclosed a check in the amount of \$70.00 payable to the "Florida Department of State" to cover the applicable filing fees.

As soon as the document is filed, please forward a copy of the filed Articles of Incorporation and all other documentation confirming and relating to this filing to our office. A copy of the Articles of Incorporation are enclosed for your convenience.

We appreciate your assistance in this matter. If you have any questions, please feel free to contact our office.

Very truly yours,

BOND, SCHOENECK & KING, P.A.

*William L. Owens*  
William L. Owens

WLO/acb  
Enclosures

cc: client (w/ enc.)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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T. SMITH JUL 19 2001

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ARTICLES OF INCORPORATION  
OF  
PHILBROOK DEVELOPMENT, INC.

Article 1. Name

The name of the Corporation is:

Philbrook Development, Inc.

Article 2. Duration

The duration of the Corporation is perpetual.

Article 3. Purposes

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act; and

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Principal Office and Mailing Address

The principal place of business of the Corporation is at 1400 Gulf Shore Boulevard North, Suite 121B, Naples, Florida 34102. The mailing address of the Corporation is P.O. Box 1122, Naples, Florida 34106.

Article 5. Initial Registered Office and Agent

The initial registered office of the Corporation is at 1400 Gulf Shore Boulevard North, Suite 121B, Naples, Florida 34102. The name of the initial registered agent at that address is Robert J. Sullivan.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article 6. Authorized Shares

The aggregate number of shares which the Corporation is authorized to issue is One Thousand (1,000) shares of voting common stock. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

Article 7. Incorporator

The name and address of the sole Incorporator is:

Robert J. Sullivan

1400 Gulf Shore Boulevard North, Suite 121B  
Naples, Florida 34102

Article 8. Commencement of Existence

The Corporation's existence shall commence upon the filing of these Articles of Incorporation with the Florida Department of State.

Article 9. Amendment

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 12th day of July, 2001.

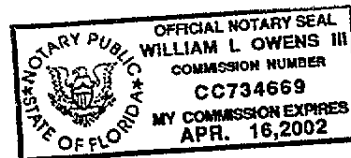


Robert J. Sullivan  
Sole Incorporator

STATE OF FLORIDA       )  
                                      )  
COUNTY OF COLLIER    ) ss.:

The foregoing instrument was acknowledged before me this 12th day of July, 2001 by ROBERT J. SULLIVAN, ☒ who is personally known to me (or ☐ who produced \_\_\_\_\_ as identification) and who acknowledged to and before me that he executed the instrument for the purposes therein expressed.

William L. Owens III  
Notary Public  
My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Philbrook Development, Inc., which is contained in the foregoing Articles of Incorporation. I am familiar with, and accept, the obligations of my position as registered agent.

Dated this 12th day of July, 2001.

Robert J. Sullivan

Robert J. Sullivan  
Registered Agent

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TALLAHASSEE, FLORIDA