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ACCOUNT NO. : 072100000032

REFERENCE : 233693 7277150

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Pizito

ORDER DATE : October 29, 2001

ORDER TIME : 10:50 AM

ORDER NO. : 233693-005

CUSTOMER NO: 7277150

600004656686--9

CUSTOMER: Mary Monaco, Esq
Mary W. Monaco, P.A.

Suite 100
9150 Galleria Court
Naples, FL 34109

DOMESTIC FILING

NAME: PROFESSIONAL SUITES AT THE
GALLERIA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Betty Young - EXT. 1112

EXAMINER'S INITIALS:

FILED
2001 OCT 29 PM 2:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
01 OCT 29 AM 11:27
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

10/29/01

**ARTICLES OF INCORPORATION
OF
PROFESSIONAL SUITES AT THE GALLERIA, INC.**

FILED

2001 OCT 29 PM 2: 23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, for the purpose of forming a corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

**Article 1
Name of Corporation**

The name of the corporation is PROFESSIONAL SUITES AT THE GALLERIA, INC.

**Article 2
Principal Office**

The principal place of business and mailing address of the corporation in the State of Florida shall be 9150 Galleria Court, Suite 100, Naples, Florida 34109. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

**Article 3
Purpose**

The purpose of purposes for which the corporation is organized is to engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation, and to do such things as are incidental to the purpose of the corporation or necessary to desirable in order to accomplish them.

**Article 4
Duration**

The duration of the corporation is perpetual.

**Article 5
Shares**

The aggregate number of shares of stock this corporation is authorized to issue shall be one hundred (100) shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 6
Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 9150 Galleria Court, Suite 100, Naples, Florida 34109. The name of the corporation's initial registered agent at that address is Joseph E. D'Jamoos.

Article 7
Initial Board of Directors and Officers

The number of directors constituting the initial Board of Directors of the corporation is one (1). The number of directors may be increased or decreased from time to time by the Bylaws, but shall never be less than one (1) director. The name and street address of the initial director are:

<u>Name</u>	<u>Address</u>
Joseph E. D'Jamoos	9150 Galleria Court, Suite 100 Naples, Florida 34109

The names, titles and street addresses of the initial officers who shall hold office during the first year of the corporation's existence or until their successors are elected are:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Joseph E. D'Jamoos	President, Secretary, & Treasurer	9150 Galleria Court, Suite 100 Naples, Florida 34109

Article 8
Preemptive Rights

The corporation elects to have preemptive rights pursuant to Chapter 607, Florida Statutes, as amended from time to time.

Article 9
Incorporator

The name and street address of the incorporator to these Articles of Incorporation is Joseph E. D'Jamoos, 9150 Galleria Court, Suite 100, Naples, Florida 34109.

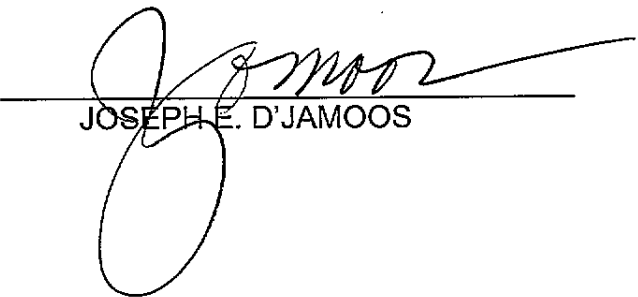
**Article 10
Amendment**

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.

**Article 11
Indemnification**

The corporation shall indemnify each officer and director, including former officers and directors to the full extent permitted by law.

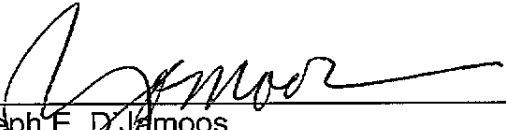
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25th day of October, 2001.



JOSEPH E. D'JAMOOS

**ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE**

I, the undersigned person, having been named as registered agent and to accept service of process for PROFESSIONAL SUITES AT THE GALLERIA, INC., at the place designated in the Articles of Incorporation, 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.



Joseph E. D'Jamoos

Date: October 25th, 2001

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