

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : BOND, SCHOENECK & KING, P.A.
Account Number : I20010000122
Phone : (941) 262-8000
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FLORIDA PROFIT CORPORATION OR P.A.

Brieanna, Inc.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
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ARTICLES OF INCORPORATION
OF
BRIEANNA, INC.

Article 1. Name

The name of the Corporation is:

Brieanna, 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.

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 c/o Naples Realty Services, Inc., 27970 Crown Lake Boulevard, Suite #2, Bonita Springs, Florida 34135. The mailing address of the Corporation is P.O. Box 578, Bonita Springs, Florida 34133.

Article 5. Initial Registered Office and Agent

The initial registered office of the Corporation is at c/o Naples Realty Services, Inc., 27970 Crown Lake Boulevard, Suite #2, Bonita Springs, Florida 34135. The name of the initial registered agent at that address is Vickee Douglas.

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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 \$1.00 per share.

Article 7. Incorporator

The name and address of the sole Incorporator is:

Vickee Douglas P.O. Box 578
Bonita Springs, Florida 34133

Article 8. Initial Board of Directors

The initial Board of Directors shall consist of two (2) members. The names and addresses of the initial Directors of the Corporation are:

Vickee Douglas P.O. Box 578
Bonita Springs, Florida 34133

Arlene Lust P.O. Box 1984
Bonita Springs, Florida 34133

Article 9. Commencement of Existence

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

Article 10. Indemnification

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

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Article 11. Preemptive Rights

Each shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

Article 12. Amendment

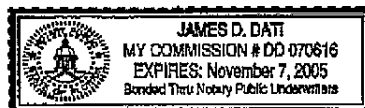
The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 1 day of May, 2002.

Vickee Douglas
Vickee Douglas
Sole Incorporator

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

The foregoing instrument was acknowledged before me this 1 day of May, 2002 by Vickee Douglas, 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.




James D. Datt
Notary Public
My Commission Expires:

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ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Brianna, 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 1st day of May, 2002.



Vickie Douglas
Registered Agent

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