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June 13, 2002

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

FILED
02 JUN 20 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Articles of Incorporation of John Darell Investments, Inc.

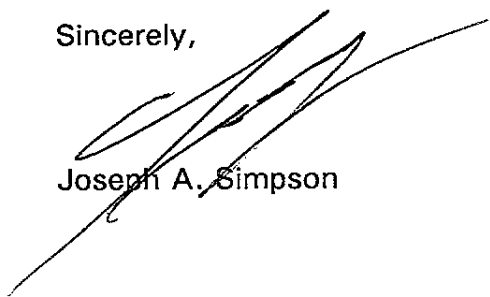
To Whom It May Concern:

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-06/17/02--01071--001
****122.50 *****78.75

Enclosed please find original and copy of Articles of Incorporation for filing, along with my office check #3247 in the amount of \$122.50 to cover said filing fees and fee for certified copy thereof. We await return of the certified copy. Thanking you in advance for your help.

If you have any questions, please do not hesitate to contact me.

Sincerely,


Joseph A. Simpson

JAS/pos
Enclosures

W-17662

Bm 6/20 6



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 18, 2002

JOSEPH A SIMPSON
SIMPSON HENDERSON CARTA & RANDOLPH
PO BIX 1906
FORT MYERS, FL 33902

SUBJECT: JOHN DARELL INVESTMENTS, INC.
Ref. Number: W02000017662

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the **complete document**, including the electronic filing cover sheet.

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filing Section

Letter Number: 902A00039551

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02 JUN 20 PM 2:42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
JOHN DARELL INVESTMENTS, INC.

The undersigned hereby forms a corporation organized under the laws of the State of Florida, by and under the provisions of the Statutes of said State providing for the formation, liability, rights, privileges and immunities of a corporation.

ARTICLE I

The name of this corporation shall be:

JOHN DARELL INVESTMENTS, INC.

ARTICLE II

This corporation is to have perpetual existence. The existence of this corporation shall commence upon its filing of its Articles of Incorporation with the Department of State of the State of Florida.

ARTICLE III

The purpose for which this corporation is organized is to engage in Land Development business and to do all and every lawful act and actions which corporation may be incorporated for under the laws of Florida.

ARTICLE IV

The corporation is authorized to issue one class of common stock of one hundred (100) shares having a par value of One Dollar (\$1.00) per share, fully paid and non-assessable. Such stock may be issued for cash, property, labor, services or goodwill as may be determined by the Board of Directors. The following preemptive rights shall apply to the benefit of all stockholders of this corporation:

(a) In the event a stockholder owning stock in this corporation seeks to sell all or part of his stock, or has received an offer to purchase his stock, that stockholder shall first offer said stock for sale to the remaining stockholders.

(b) The purchase price for said stock shall be the sale price fixed by the selling stockholder, or the actual offer purchase price negotiated, whichever is less. In the event a shareholder fixes a selling price, but receives an offer to purchase at a lesser amount, the shareholder shall then offer his stock as provided in part (a) above to the remaining stockholders at a lesser amount.

(c) The selling shareholder shall advise all of the shareholders of his intention to sell, in writing, by certified mail. The remaining shareholders shall exercise their option hereunder within thirty (30) days of receipt of such notice by giving written notice by certified mail of their intention to purchase. Failure to give said notice shall be deemed to be consent to the sale of such stock by the selling stockholder.

(d) Those shareholders electing to purchase stock offered for sale under this part may purchase such portion of the shares offered as their stock ownership interest bears to the total stock ownership interest of all other stockholder who also elect to make such purchase under this part.

ARTICLE V

This corporation reserves the right to redeem all or such portion of its issued and outstanding stock as the Board of Directors may from time to time determine.

The method of call, the manner of determining which stock shall be redeemed and the purchase price at redemption, which price shall not be less than the book value of said stock as reflected on the corporate financial books and records, shall be specified in the By-Laws.

ARTICLE VI

The initial principle office of the corporation will be located at 18221 Leetana Road, North Fort Myers, Florida 33917.

ARTICLE VII

The street address of the initial registered office of this corporation is 1619 Jackson Street, Fort Myers, Florida 33901, and the name of the initial registered agent of this corporation shall be Joseph A. Simpson.

ARTICLE VIII

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this corporation is:

Tim Tillman
18221 Leetana Road
North Fort Myers, Florida 33917

ARTICLE IX

The name and address of the person signing these Articles of Incorporation is Tim Tillman, 18221 Leetana Road, North Fort Myers, Florida 33917.

ARTICLE X

No person shall be required to own, hold or control stock in this corporation as a condition precedent to holding an office in this corporation.

ARTICLE XI

The power to adopt, alter, amend or repeal By-Laws of this corporation shall be vested in the Board of Directors and the stockholders.

ARTICLE XII

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation at Fort Myers, Florida this 13th day of June, 2002.

Deborah L. Helton

Patty O. Stratton

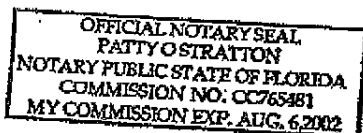
Tim Tillman
TIM TILLMAN

STATE OF FLORIDA)
COUNTY OF LEE)

I HEREBY CERTIFY that on this day personally appeared **TIM TILLMAN**, who is personally known to me/who has produced _____ as identification, and who acknowledged to me to be the individual described herein and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed same freely and voluntarily for the purposes therein expressed.

WITNESS my official hand and seal this 13th day of June, 2002.

My Commission Expires:



Patty O. Stratton
Notary Public - State of Florida
Patty O. Stratton
Printed Notary Public

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, NAMED AGENT UPON WHOM PROCESS MAY BE
SERVED

IN COMPLIANCE WITH FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST -- THAT JOHN DARELL INVESTMENT, INC., DESIRING TO ORGANIZE
OR QUALITY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPLE
PLACE OF BUSINESS AT 18221 LEETANA ROAD, NORTH FORT MYERS, FLORIDA
33917, STATE OF FLORIDA, HAS NAMED JOSEPH A. SIMPSON, LOCATED AT 1619
JACKSON STREET, FORT MYERS, FLORIDA 33901, AS ITS AGENT TO ACCEPT
SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: 

(Corporate Officer)

TITLE: PRESIDENT

DATE: 6-20-02

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE: 

(Resident Agent)

DATE: 6-20-02

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA