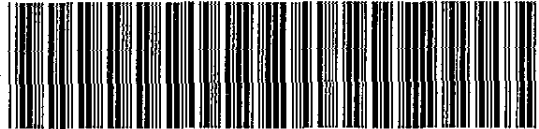


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**ARTICLES OF INCORPORATION
OF**

SanCaro Development, Inc.

FILED
02 DEC 16 PM 4:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I. - NAME

The name of the corporation shall be: SanCaro Development, Inc.

ARTICLE II. - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 930 Cape Marco Drive, PH-3, Marco Island, Florida 34145.

ARTICLE III. - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: Seven Thousand Five Hundred shares of common stock at \$1.00 par value.

ARTICLE IV. - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: Craig R. Woodward, Woodward, Pires & Lombardo, P.A., 606 Bald Eagle Drive, Suite 500, Post Office Box One, Marco Island, Florida 34146.

ARTICLE V. - DIRECTORS

The names and street addresses of the initial Directors of this corporation are: Dale Glon, 930 Cape Marco Drive, PH-3, Marco Island, Florida 34145 and Dennis Albaugh, 930 Cape Marco Drive, PH-6, Marco Island, Florida 34145.

ARTICLE VI. - INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation is: Craig R. Woodward, 606 Bald Eagle Drive, Suite 500, Marco Island, Florida 34145.

The undersigned has executed these Articles of Incorporation this 12th day of December, 2002.


CRAIG R. WOODWARD, INCORPORATOR

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered, in the State of Florida.

1. The name of the corporation is: **SanCaro Development, Inc.**
2. The name and address of the registered agent and office is: **Craig R. Woodward, Esquire, 606 Bald Eagle Drive, Suite 500, Marco Island, Florida 34145.**

SIGNATURE:


CRAIG R. WOODWARDINCORPORATOR
TITLE

DATE

12/12/02

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.


CRAIG R. WOODWARD, ESQUIRE

DATE

12/12/02