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ARTICLES OF INCORPORATION

OF

BREEHNE - WINDSOR PLACE CORPORATION.

a Florida corporation

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the FLORIDA BUSINESS CORPORATION ACT, adopts the following Articles of Incorporation:

FIRST:

The name of the corporation (the "Corporation") is:

BREEHNE - WINDSOR PLACE CORPORATION.

a Florida corporation

SECOND:

The principal office or mailing address of the Corporation is:

883 Vanderbilt Beach Road Naples, Florida 34108

THIRD: The aggregate number of shares that the Corporation is authorized to issue is SEVEN THOUSAND FIVE HUNDRED (7,500) shares of common stock, the par value of each such share shall be ONE AND NO/100S DOLLARS (\$1.00). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation

is:

Suite 700 9180 Galleria Court Naples, Florida 34108,

and the name of the Corporation's initial registered agent at such address is:

JAMES C. STEWART, JR.

FIFTH: The number of directors constituting the initial Board of Directors of the Corporation is two (2), and the names and addresses of the persons who are to serve as directors of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualify, are as follows:

Paul M. Breehne, Sr. 883 Vanderbilt Beach Road Naples, Florida 34108 Paul M. Breehne, Jr. 3071 50th Lane SW Naples, FL 34116 SIXTH: The name and address of the sole incorporator is: James C. Stewart, Jr., Suite 700, 9180 Galleria Court, Naples, Florida 34109.

SEVENTH: The corporate existence of the Corporation shall commence on **JANUARY 1, 2003.**

IN WITNESS WHEREOF, the undersigned, being the sole incorporator hereinbefore named, for the purpose of forming a corporation under the Florida Business Corporation Act, has executed these Articles of Incorporation, this 224 day of DECEMBER, 2002.

JAMES C. STEWART, JR.

Sole Incorporator

I, James C. Stewart, Jr., having been designated to act as registered agent, hereby agree to act in such capacity.

JAMES C. STEWART, JR.