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#### Marilyn L. Mantor, C.P.A., P.A.

Certified Public Accountant

6708 Lone Oak Boulevard Naples, Florida 34109 (239)593-7710 Fax (239)593-7735

May 14, 2003

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

Re: Incorporation of New Business

To Whom it May Concern,

Enclosed are (1) An original and one copy of Articles of Incorporation, (2) Certificate designating place of business, and (3) a check in payment of incorporation fees as follows:

\$35.00 - Filing fee-Profit Corporation

8.75 - Certified Copy

35.00 - Certificate designating registered agent

\$ 78.75 - Total Check

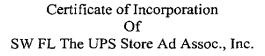
Please return the certified copy of these Articles of Incorporation to our office at the above address.

Very truly yours,

Marilyn L. Mantor

Certified Public Accountant

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#### **ARTICLE I**

The name of this corporation shall be: SW FL The UPS Store Ad Assoc., Inc.

#### ARTICLE II

The corporation may engage in any activity or business and perform all of the powers and privileges granted corporations under the laws of the State of Florida and the United States of America.

#### ARTICLE III

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time shall be one thousand (1,000) shares with a par value of one dollar (\$1.00) and shall be classified as follows: Series A, Voting, 1,000 shares.

#### **ARTICLE IV**

This corporation shall begin business with a capital of not less than one thousand dollars (\$1,000).

#### **ARTICLE V**

This corporation shall exist perpetually.

#### **ARTICLE VI**

The name and address of the corporation's initial Registered Agent is:

Marilyn L. Mantor

6708 Lone Oak Boulevard Naples, FL 34109

#### ARTICLE VII

The principal place of business of this corporation shall be located at:

C/o Marilyn Mantor 6708 Lone Oak Blvd. Naples, FL 34109

#### **ARTICLE VIII**

This is a close corporation as contemplated by Florida Statute 607.72. The corporation will have no directors and business shall be conducted by the shareholders of this corporation.

#### ARTICLE IX

The names and post office addresses of the President, Vice President, Secretary and Treasurer, who shall hold office for the first year of existence of the corporation, or until their successors are elected pursuant to the corporate By-Laws are as follows:

Name	Office	Address
Ronald F. Gauss	President	361 Harvard Lane
		Naples, FL 34104
Kathryn M. Mondry	Secretary	8951 Bonita Beach Rd.
		Bonita Springs, FL 34135
Nancy St.Amand	Treasurer	720 15 <sup>th</sup> Street NW
		Naples, FL 34120

#### ARTICLE X

The name and address of the subscriber of this Certificate of Incorporation is as follows:

Ronald F. Gauss 361 Harvard Lane Naples, FL 34104

### Certificate of Designation of 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 agent, in the State of Florida.

- 1. The name of the Corporation is: SW FL The UPS Store Ad Assoc., Inc.
- 2. The name and address of the registered agent and office is:

Marilyn L. Mantor 6708 Lone Oak Boulevard Naples, FL 34109

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.

Marilyn L. Mantor

5-14-03

Date

I, the undersigned, being the original subscriber and incorporator of the foregoing corporation, do hereby certify that the foregoing constitutes the Charter of the above Corporation.

Witness my hand and seal this /4 day of May, 2003

Ronald F/Gauss

State of Florida County of Collier

Before my, the undersigned notary public, personally appeared – Ronald F. Gauss to me known to be the person described in and who executed and subscribed to the foregoing Articles of Incorporation, and he/she acknowledged before me that he/she executed and subscribed to the same for the purposes therein expressed. Who is personally known or who produced as identification.

Dated:

Notary Public

My commission expires: 11/19/2006

JOHN X. LORENZ
MY COMMISSION # DD 155961
EXPIRES: November 19, 2008
1-8003-NOTARY FL Notary Service & Bonding, Inc.