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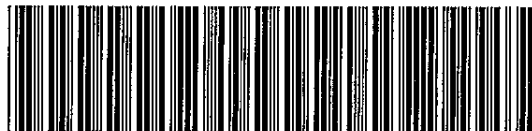
(Business Entity Name)

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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 316674 7407804

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Pigute

ORDER DATE : November 11, 2003

ORDER TIME : 4:52 PM

ORDER NO. : 316674-005

CUSTOMER NO: 7407804

CUSTOMER: Mr. Don E. Lester
Waterford Management, Inc.

Suite 5
1601 Collier Center Way
Naples, FL 34110

DOMESTIC FILING

NAME: RESOLUTION TRUST CORPORATION
OF COLLIER COUNTY

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Troy Todd - EXT. 1140

EXAMINER'S INITIALS: _____

**ARTICLES OF INCORPORATION
OF
RESOLUTION TRUST CORPORATION OF COLLIER COUNTY**

**ARTICLE I
CORPORATE NAME**

The name of this corporation is Resolution Trust Corporation of Collier County.

**ARTICLE II
CAPITAL STOCK**

The aggregate number of shares which this Corporation shall have authority to issue is 1,000 common shares of stock having a par value of (\$.01). Common shares shall be the only class of shares which this Corporation shall have authority to issue.

**ARTICLE III
INCORPORATOR**

The name and address of the Incorporator is:

Name

Address

William H. Lienemann

1061 Collier Center Way, Suite 5
Naples, Florida 34110

**ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 1061 Collier Center Way, Suite 5, Naples, Florida 34110, the name of the initial registered agent of this Corporation at that address is Donald E. Lester.

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ARTICLE V
PRINCIPAL OFFICE

The address of the principal office of this Corporation shall be 1061 Collier Center Way,
Suite 5, Naples, Florida 34110.

ARTICLE VI
BOARD OF DIRECTORS

The name of the initial Director of this Corporation is William H. Lienemann.

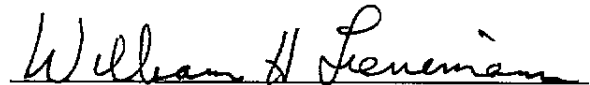
ARTICLE VII
BUSINESS PURPOSE

The purpose and function of this Corporation shall be to engage in the business of
owning, managing, marketing and selling real estate and also to engage in all other lawful
business enterprises.

ARTICLE VIII
DURATION

The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of
Incorporation on November 10, 2003.


William H. Lienemann, Incorporator

**CERTIFICATE DESIGNING PLACE OF BUSINESS
FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND
NAMING RERREGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091 AND SECTION 607.0501, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

That Resolution Trust Corporation of Collier County, desiring to organize under the laws of the State of Florida, with its principal place of business located at 1061 Collier Center Way, Suite 5, Naples, Florida 34110 has named Donald E. Lester, located at 1061 Collier Center Way, Suite 5, Naples, Florida 34110, as its registered agent to accept service of process within the State of Florida.

Dated: November 10, 2003


William H. Lienemann, Incorporator

Having been named to accept service of process for the above stated Corporation at the place designated in this Certificate, Donald E. Lester hereby agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties.

Dated: November 10, 2003


Donald E. Lester

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