

P04000007511

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To: Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

ROCK CREEK PHASE III CORPORATION

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

January 12, 2004

JAMES C STEWART, JR ESQUIRE
ATTN:SUE ZIMMERMAN
9180 GALLERIA CT SUITE 700
NAPLES, FL 34109

SUBJECT: ROCK CREEK PHASE III CORPORATION

This letter will confirm that due to a clerical error the above referenced corporation was incorrectly filed as a NONPROFIT(N03000007080) corporation. Please be advised, we have corrected our records to reflect this corporation as a PROFIT corporation and assigned new document number P04000007511 with the original file date of August 18, 2003.

Any annual reports/uniform business reports submitted this office should reflect the new document number.

We sincerely apologize for any inconvenience this error may have caused you.

Should you have any questions please feel free to contact this office at the address indicated below.

Sincerely,
RoseAnn Varnadore
Document Specialist Supervisor
New Filings Section

Letter number: 904A00001902

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ARTICLES OF INCORPORATION

OF

ROCK CREEK PHASE III 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:

ROCK CREEK PHASE III CORPORATION,
a Florida corporation

SECOND: The principal office or mailing address of the Corporation is:

3100 North Road
Naples, Florida 34104

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:

STEWART & STORTER, ATTORNEYS AT LAW
Suite 700
9180 Galleria Court
Naples, Florida 34109

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

JAMES C. STEWART, JR.

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This instrument prepared by:
JAMES C. STEWART, JR., ESQUIRE
Florida Bar No. 436951
9180 Galleria Court, Suite 700
Naples, FL 34109
Phone: 239-594-1800

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FIFTH: The number of directors constituting the initial Board of Directors of the Corporation is one (1), and the name and address of the person who is to serve as director 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, is as follows:

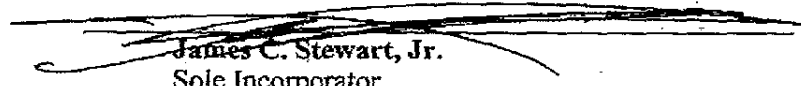
IVY JEAN NEBUS
3100 North Road
Naples, Florida 34104

SIXTH: The name and address of the sole incorporator is:

JAMES C. STEWART, JR., ESQUIRE
STEWART & STORTER, ATTORNEYS AT LAW
Suite 700
9180 Galleria Court
Naples, Florida 34109

SEVENTH: The corporate existence of the Corporation shall commence on **AUGUST 18, 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 18th day of **AUGUST, 2003.**


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.

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