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| AUTHORIZATION: | |
| COST LIMIT : \$ PPD | |
| ORDER DATE : February 6, 2004 | |
| ORDER TIME : 11:24 AM | |
| ORDER NO. : 427736-005 | Fig. 9 |
| CUSTOMER NO: 11584A | |
| CUSTOMER: Stephen D. Mccann, Esq Stephen D. Mccann, P.a. | 6 6 |
| Suite 306 2180 Immokalee Road Naples, FL 34110 | [9: n] |
| DOMESTIC FILING | · • • • • • • • • • • • • • • • • • • • |
| NAME: AMERICAN PROPERTIES ON LINE INC. | |
| 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. 2940 EXAMINER'S INITIALS: | |

ARTICLES OF INCORPORATION

OF

AMERICAN PROPERTIES ON LINE INC.

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be:

American Properties On Line Inc.

ARTICLE II

GENERAL NATURE OF BUSINESS AND ADDRESS

The general purpose for which this Corporation is organized is to engage in any lawful activity or to transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act. The principal office and the mailing address of this Corporation is 3951 Gulf Shore Blvd. North, #1205, Naples, FL 34103.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock, par value \$.01 per share.

ARTICLE IV

TERM OF EXISTENCE

This Corporation shall exist perpetually.

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ARTICLE V

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 3951 Gulf Shore Blvd. North, #1205, Naples, FL 34103, and the initial registered agent of this Corporation at that address shall be Steven H. Foures.

ARTICLE VI

NUMBER OF DIRECTORS

This Corporation shall have a Board of Directors composed of that number of Directors determined in accordance with the provisions of the Bylaws.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors is one; and the name and address of the initial member of the Board of Directors is:

Steven H. Foures

3951 Gulf Shore Blvd. North, #1205

Naples, FL 34103

ARTICLE VIII

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

Steven H. Foures

3951 Gulf Shore Blvd. North, #1205

Naples, FL 34103

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 1944

THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, specifically Section 607.0505.

Steven H. Foures

Registered Agent

F:\WP51\FOURES\AMERICAN\ARTICLE.INC January 14, 2004