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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ROBERT M. JOHNSON, P.L.

Attorney at Law
27 SOUTH ORANGE AVENUE
SUITE TWO
SARASOTA, FLORIDA 34236
TELEPHONE (941) 906-1480
FACSIMILE (941) 906-1470

April 5, 2004

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

Via FedEx

In Re: OWL PROPERTIES OF SOUTHWEST FLORIDA, INC.

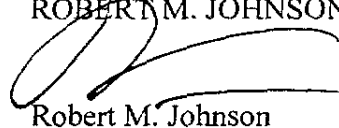
To Whom It May Concern:

We are enclosing the Articles of Incorporation for OWL PROPERTIES OF SOUTHWEST FLORIDA, INC. and a check in the amount of \$78.75 to cover the filing fee.

Please transmit a certified copy of the Articles of Incorporation to the undersigned at the above address.

Very truly yours,

ROBERT M. JOHNSON, P.L.



Robert M. Johnson

RMJ:cg
Encl: Check: \$78.75
Articles of Incorporation, in duplicate

Clients 89% OWL PROPERTIES OF SOUTHWEST FLORIDA, INC. \L- Div. of Corp. 040504

ARTICLES OF INCORPORATION

OF

OWL PROPERTIES OF SOUTHWEST FLORIDA, INC.

FILED

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

We, the undersigned, hereby execute this document for the purpose of becoming a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is **OWL PROPERTIES OF SOUTHWEST FLORIDA, INC.**

ARTICLE II - PRINCIPAL OFFICE

The street address of the principal office of the corporation is **434 Lyons Bay Road, Nokomis, Florida .**

ARTICLE III - DURATION

This corporation shall have perpetual existence.

ARTICLE IV - PURPOSES

The purposes for which the corporation is organized are:

A. To do any and all things or to engage in any activities in which corporations doing business in the State of Florida are authorized to engage by the general corporation laws.

ARTICLE V - CAPITAL STOCK

The aggregate number of shares which the corporation has the authority to issue is 7,000, all of which shall be common shares with par value of \$1.00 per share.

ARTICLE VI - PREEMPTIVE RIGHTS GRANTED

Each share holder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VII - REGISTERED OFFICE

The street address of the initial registered office of the corporation is **434 Lyons Bay Road, Nokomis, Florida**, and the name of the initial registered agent at such address is **ROBERT L. WOELFEL**.

ARTICLE VIII - DIRECTORS

The first Board of Directors of the corporation shall consist of:

ROBERT L. WOELFEL
434 Lyons Bay Rd
Nokomis, Florida 34275

JOHN OLLIVER
2159 S. Tamiami Trail
Venice, Florida 34293

ARTICLE IX - INCORPORATORS

The name and address of the incorporators are:

ROBERT L. WOELFEL
434 Lyons Bay Rd
Nokomis, Florida 34275

JOHN OLLIVER
2159 S. Tamiami Trail
Venice, Florida 34293.

ARTICLE X - OFFICERS

Section 1: The officers of the corporation shall be a President, a Secretary, a Treasurer, and such other officers as may be provided in the By-Laws. The duties of each officer shall be set forth in the By-Laws.

Section 2: The names of the persons who are to serve as officers of the corporation for the ensuing year, or until the first annual meeting of the corporation, are:

OFFICE

President

Secretary &
Treasurer

NAME AND ADDRESS

ROBERT L. WOELFEL
4343 Lyons Bay Rd
Nokomis, Florida, 34275

JOHN OLLIVER
2159 S. Tamiami Trail
Venice, Florida 34293.

ARTICLE XI - MAJORITY CONSENT VOTING

Any action required or permitted by the Florida Corporation Act at an annual or special meeting of Stockholders may be taken without a meeting, without prior written notice and without a vote if consented to in writing by the holders of outstanding shares having at least the minimum number of votes necessary to authorize or ratify such action if taken at a meeting at which all shares entitled to vote were present and voted. Prompt written notice of the taking of said action shall be given to the nonconsenting Stockholders by (among other methods) mailing said notice to said Stockholders by first class mail, postage prepaid, to their address of record.

ARTICLE XII - COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence on the first day wherein it is qualified to transact business in the State of Florida.

IN WITNESS WHEREOF, we have subscribed our names this _____ day of April, 2004.


ROBERT L. WOELFEL


JOHN OLLIVER

STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared **ROBERT L. WOELFEL** and **JOHN OLLIVER**, to me known personally or have produced *driver licenses* to be the persons in and who executed the foregoing instrument, who being first duly sworn, acknowledged before me that they executed the same. (If no type of identification is indicated the persons are personally known to me.)

WITNESS my hand and official seal in the County and State last aforesaid this 5th day of April, 2004.

(Notary Seal)



James C. Allan
MY COMMISSION # CC950078 EXPIRES
June 28, 2004
BONDED THRU TROY FAIN INSURANCE, INC.


Notary Public

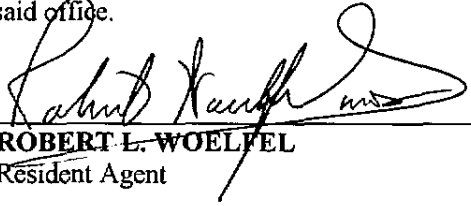
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted in compliance with said Act:

That **OWL PROPERTIES OF SOUTHWEST FLORIDA, INC.**, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Nokomis, Florida, has named **ROBERT L. WOELFEL**, of 434 Lyons Bay Road, Nokomis, Florida, as its agent to accept process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, we hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.


ROBERT L. WOELFEL
Resident Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA