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(Business Entity Name)

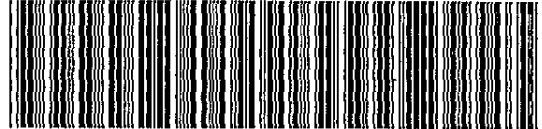
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DIVISION OF CORPORATIONS
04 MAY 13 AM 10:42



BOND, SCHOENECK & KING, P.A.
ATTORNEYS AT LAW ■ FLORIDA KANSAS NEW YORK

May 11, 2004

Secretary of State
Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, FL 32399

Re: MERCATO PLACE, INC.

Gentlemen:

Enclosed herein please find the following with respect to the above captioned corporation:

Original and one copy of the Articles of Incorporation, together with Registered Agent Certificate

Also enclosed is our check in the amount of \$78.75 to be applied as follows:

Filing Fees	\$ 35.00
Registered Agent Designation	35.00
Certified Copy	<u>8.75</u>
	\$ 78.75

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The certified copy of the Articles of Incorporation should be returned to the undersigned.

If you have any questions concerning the enclosed, please do not hesitate to contact the undersigned.

Very truly yours,

BOND, SCHOENECK & KING, P.A.

Anthony J. Catalano

AJC:mjs
Enclosures

cc: Mr. Richard J. Baker

4001 Tamiami Trail North, Suite 250, Naples, FL 34103-3555 ■ Phone: 239-659-3800 ■ Fax: 239-659-3812 ■ www.bsk.com

ARTICLES OF INCORPORATION

OF

MERCATO PLACE, INC.

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is MERCATO PLACE, INC., and the address of the principal office is 4200 Gulf Shore Boulevard North, Naples, FL 34103.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV

The corporation shall have authority to issue Seventy-Five Hundred (7,500) shares, all of one class, One (\$1.00) Dollar par value.

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ARTICLE V

The address of its initial registered office is 4001 Tamiami Trail North, Suite 250, Naples, FL 34103, and the name of its initial registered agent at said address is Anthony J. Catalano.

ARTICLE VI

The name and address of the incorporator is:

NAME

Anthony J. Catalano

ADDRESS

4001 Tamiami Trail North, Suite 250
Naples, FL 34103

DATED: _____



ANTHONY J. CATALANO, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been designated as the Registered Agent of the above-named corporation to accept service of process for said corporation, at the place designated in the foregoing Articles of Incorporation, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.



ANTHONY J. CATALANO, Registered
Agent

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