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To:

Division of Corporations

Fax Number : (850) 205-0381

From:

Account Name : STEWART & STORTER Account Number : 120010000111

Phone : (239)594-1800 Fax Number : (239)592-6983

FLORIDA PROFIT CORPORATION OR P.A.

GALLERIA MANAGEMENT SERVICES, INC.

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FAX AUDIT NO.: H04000236501 3

ARTICLES OF INCORPORATION

OF

GALLERIA MANAGEMENT SERVICES, INC.,

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:

GALLERIA MANAGEMENT SERVICES, INC.,

A FLORIDA CORPORATION

SECOND:

The principal office or mailing address of the Corporation is:

9180 Galleria Court Suite 200 Naples, Florida 34109

The aggregate number of shares that the Corporation is authorized THIRD: 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.

The street address of the initial registered office of the Corporation FOURTH: 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.

FAX AUDIT NO. H04000236501 3

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, are as follows:

JOHN C. BROOKS

9180 Galleria Court Suite 200 Naples, Florida 34109

SIXTH:

The name and address of the sole incorporator is:

JOHN C. BROOKS

Suite 200 9180 Galleria Court Naples, Florida 34109

SEVENTH: The corporate existence of the Corporation shall commence on November 30, 2004.

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 30th day of November, 2004.

JOHN C. BROOKS,

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.

FAX AUDIT NO.: H04000236501 3

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