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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01/21/05-01030-024 \*\*122.50

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D. WHITE JAN 26 2005

PRIORITY INVESTMENTS OF SOUTHWEST FLORIDA, INC.

1631 DelPrado Blvd.,  
Suite #405  
Cape Coral, Florida 33990

(239) 565-5848

January 1, 2005

Corporate Records Bureau  
Division of Corporations  
Department of State  
P O Box 6327  
Tallahassee, FL 32301

Dear Sir or Madam:

As Incorporator of the above named corporation, I am requesting a Charter from the State of Florida in order to start a business as a corporation in Florida.

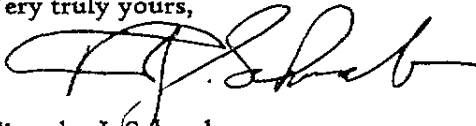
Enclosed are the following papers, together with my check:

- a. Original and one copy of Certificate of Incorporation for filing and approval by your office.
- b. Certificate of Registered Agent;
- c. Check to cover fees and costs in the amount of \$122.50.

\$35.00 to file Certificate  
\$52.50 for certified copy  
\$35.00 for Registered Agent Designation

Please return the certified copy as soon as possible.

Very truly yours,



Timothy J. Schwab  
Incorporator  
Priority Investments of Southwest Florida, Inc.

enclosure

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PRIORITY INVESTMENTS OF SOUTHWEST FLORIDA, INC.

ARTICLE I. CORPORATION NAME

The name of the corporation is:

Priority Investments of Southwest Florida, Inc.

The mailing address of the corporation is:

1631 DelPrado Blvd., S.

Suite 405

Cape Coral, Florida 33990

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business as permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of share of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock with a par value of \$1.00 (one dollar) per share.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall have perpetual existence commencing upon issuance of the certificate of incorporation from the Secretary of State.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED  
OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Timothy J. Schwab  
1805 Harbour Circle  
Cape Coral, Florida 33914

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS

The name of the initial directors of this Corporation and the street address:

Timothy J. Schwab  
1805 Harbour Circle  
Cape Coral, Florida 33914

Gabino G. Costilla  
1614 Palaco Grande  
Cape Coral, Florida 33904

The person named as the initial director shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

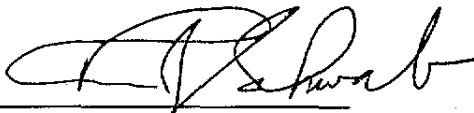
The name and address of the person signing these Articles of Incorporation as the INCORPORATOR is:

Timothy J. Schwab  
1805 Harbour Circle  
Cape Coral, Florida 33914

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stockholders entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


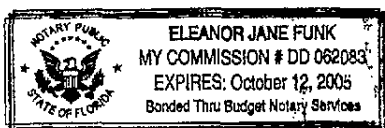
IN WITNESS WHEREOF, the undersigned, as INCORPORATOR, has executed the foregoing Articles of Incorporation on this 10<sup>th</sup> day of January 2005.



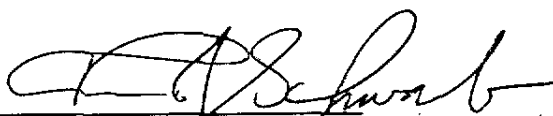
Timothy J. Schwab  
Incorporator

BEFORE ME, a Notary Public, personally appeared Timothy J. Schwab, to me known to be the person or has shown \_\_\_\_\_ as identification described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on this 10<sup>th</sup> day of January 2005.

My commission expires:

  
Notary Public

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for Priority Investments of Southwest Florida, Inc.

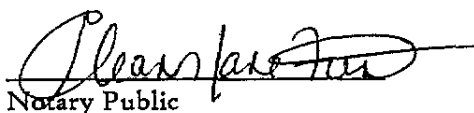
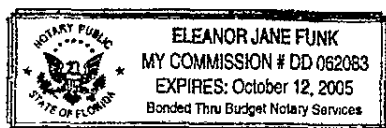


Timothy J. Schwab  
Registered Agent

BEFORE ME, a Notary Public, personally appeared Timothy J. Schwab, to me known to be the person or has shown \_\_\_\_\_ as identification and described as Registered Agent and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS, my hand and official seal this 10<sup>th</sup> day of January, 2005.

My Commission Expires:

  
Notary Public

Priority Investments of Southwest Florida, Inc.  
1631 DelPrado Blvd., S  
Suite #405  
Cape Coral, Florida 33990

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

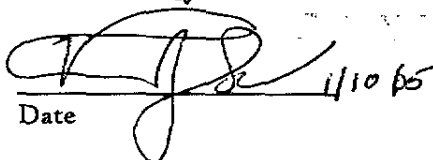
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is  
submitted:

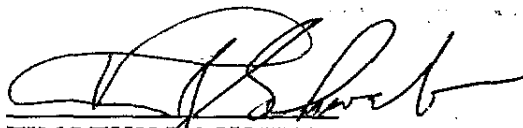
First: That Priority Investments of Southwest Florida, Inc., is desiring to  
organize or qualify under the laws of the State of Florida with its principal place of business  
at 1631 DelPrado Blvd., S., Suite 405, Cape Coral, Florida 33990, has named Timothy J.  
Schwab, 1805 Harbour Circle, Cape Coral, Florida 33914, as its agent to accept service of  
process within Florida.



TIMOTHY J. SCHWAB

  
Date 1/10/05

Having been named to accept service of process for the above state corporation, at the place  
designated in this certificate, I hereby agree to act in this capacity, and I further agree to  
comply with the provisions of all statutes relative to the proper and complete performance of  
my duties.



TIMOTHY J. SCHWAB

Registered Agent

Priority Investments of Southwest Florida, Inc.

1/10/05  
Date