

**Electronic Articles of Incorporation
For**

P09000102868
FILED
December 28, 2009
Sec. Of State
Ipoole

FTC NAPLES MANAGER MERGER, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

FTC NAPLES MANAGER MERGER, INC.

Article II

The principal place of business address:

999 VANDERBILT BEACH ROAD
SUITE 610
NAPLES, FL. US 34108

The mailing address of the corporation is:

999 VANDERBILT BEACH ROAD
SUITE 610
NAPLES, FL. US 34108

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

60,000

Article V

The name and Florida street address of the registered agent is:

RICHARD S CRAWFORD
999 VANDERBILT BEACH ROAD
SUITE 610
NAPLES, FL. 34108

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: RICHARD S. CRAWFORD

Article VI

The name and address of the incorporator is:

SUSAN R. MCMASTER
27777 FRANKLIN ROAD
SUITE 2500
SOUTHFIELD, MI 48034-8214

Incorporator Signature: SUSAN R. MCMASTER

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
RICAHRD S CRAWFORD
999 VANDERBILT BEACH ROAD SUITE 610
NAPLES, FL. 34108 US

Title: VP
CARL D CRAFT
1803 S. CHURCH STREET
BOZEMAN, MT. 59715 US

Title: VP
IRA J JAFFE
27777 FRANKLIN ROAD, SUITE 2500
SOUTHFIELD, MI. 48034 US

Title: VP
JOHN ERB
800 NORTH OLD WOODWARD AVE. SUITE 201
BIRMINGHAM, MI. 48009

Article VIII

The effective date for this corporation shall be:

12/28/2009