AMATO, ANDERSON, NICKEL, & WEBER, P.A. attorneys at law

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LOUIB X AMATO, P A A CHIC ANDERBON, P A GUDRUN MAINIA NICKEL, P A PATRICKO WEDER, P A J GARY BHIRK DAVIO P WHITING

ROBERT M. ARLEN, OF COUNSEL BOYNTON BEACH, FLORIDA PLEASE HEFEY 10.

NAPLES DEFICE SUIT 200 150 FFF TH AVENUE ROUFFF NAPLES FLORIDA 31940 (RE3) 282 7748 FAK (RE3) 262 7144

LOUT MYERS OFFICE THE TERRET B 8680 120 COLLEGE PARKWAY FORT MYERS, FLORIDA 33010-4873 (813) 433-4740 FAX (813) 433-4608

CAPE COBAL OFFICE BUITE 208 909 B E 471H TERBACE CAPE COBAL, FLORIDA 23904 9800 [813] \$42-3141 FAX [813] \$49-0307

1450000002317

December 21, 1994

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

RE: DORADO, INC.

Dear Sir/Madam:

Enclosed are the Articles of Incorporation for the above-named corporation, (original and one copy) along with our check in the total amount of \$70.00 for filing (certified copy not required). Please return the file-stamped copy of the Articles to this office at your earliest convenience.

Sincerely,

AMATO/ ANDERSON, NICKEL & WEBER

Gudrun M./ Nickel

GMN/lrb

Enclosure

JAN 1 0 1995 BSB



FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

December 29, 1994

GUDRUN M. NICKEL, ESQ. 350 FIFTH AVE. SOUTH, STE. 200 NAPLES, FL 33940

SUBJECT: DORADO, INC. Ref. Number: W94000027511

We have received your document for DORADO, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6924.

Sharon Tala Document Specialist Supervisor

Letter Number: 894A00054765

ARTICLES OF INCORPORATION OF DORADO OF SOUTHWEST FLORIDA, INC.

The second of

The undersigned hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I - Namo

The name of the corporation is DORADO OF SOUTHWEST PLORIDA, INC. The principal place of business of the corporation is 3401 Tamiami Trail North, Suite 207, Naples, Florida 33940. The mailing address of the corporation is 3401 Tamiami Trail North, Suite 207, Naples, Florida 33940.

ARTICLE II - Commoncement and Duration

The corporation is to commence its corporate existence on the date of filing, and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III - Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - Stated Capital - Classes of Stock

The corporation is authorized to issue 1000 shares of common stock at \$1.00 par value.

ARTICLE V - Special Provisions

The corporation hereby makes the Subchapter S and IRC 1244 elections.

ARTICLE VI - Stock Ownership

In the event stock is held jointly by more than one person or entity, one owner of that jointly-held stock shall be designated as the owner authorized to cast his or her vote.

ARTICLE VII - Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall initially be managed under the direction of, the board of directors of corporation. There shall be two (2) initial directors as follows:

OSKAR LOUIS SCHACHER 21390 Widgeon Terrace
Fort Myers Beach, Florida 33931

DANIELA SCHACHER

21390 Widgeon Terrace Fort Myers Boach, Florida 33931

ARTICLE VIII - Officers

The initial officer(s) of the corporation shall be as follows:

OSKAR LOUIS SCHACHER DANIELA SCHACHER - President/Treasurer

- Vice Prosident/Secretary

ARTICLE IX - Indomnification

The corporation shall indemnify any officer or director, or person exercising powers and duties of an officer or director, to the full extent now or hereafter permitted by law.

ARTICLE X - Bylows

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors.

ARTICLE XI - Pre-emptive Rights

Every shareholder, upon the issuance of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share at the price at which it is offered to others.

ARTICLE XII - Amendment

The Articles of Incorporation may be amended at any time pursuant to the requirement of F.S. 607.177, et seq., at any regular meeting or at a special meeting called for that purpose.

ARTICLE XIII - Incorporator

The name and address of the Incorporator to these articles of incorporation is:

Gudrun M. Nickel, P.A.

350 Fifth Avenue South, #200 Naples, Florida 33940

ARTICLE XIV - Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 350 Fifth Avenue South, #200, Naples, Florida 33940, and the name of the initial registered agent of the corporation at that address is GUDRUN-M. NICKEL, P.A..

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IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes those articles of incorporation this // day of January, 1995.

GUDRUN MARIA NICKEL, P.A.

GUDRUN M. NICKEL, Prosident

STATE OF FLORIDA COUNTY OF COLLIER

The foregoing instrument was subscribed to before me this day of January, 1995, by GUDRUN M. NICKEL, President of GUDRUN MARIA NICKEL, P.A., to me personally known (or who produced as identification), who stated under oath that she is the person described in and who executed said instrument for the purposes therein expressed.

My Commission Expires:

Junda L. Dand lotary Public

May 2, 1997

Notary Stamp/Seal

LINDA R. BRAND
MY COMMISSION 4 CC 282129
EXP.ITES: May 2, 1997
Bonded Thru Horary Public Underwriters

Type or Print Notary Name
Notary Number: ____CC282129

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

GUDRUN MARIA NICKEL, P.A.

GUDRUN M. WICKEL, President

7995000002317

AMATO, ANDERSON, NICKEL, & WEBER, P.A.

LOUIS X. AMATO, P.A.
A. ERIG ANDERSON, P.A.
GUDRUN MARIA NICKEL, P.A.
PATRICK C. WEBER, P.A.
DAYID F. WHITING
PATRICKA A. KING

HOBERT M. ARLEN, OF COUNSEL BOYNTON REACH, FLORIDA

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NAPLES OFFICE BUITE 200 350 FIFTH AVENUE SOUTH NAPLES, FLORIDA 33940 (613) BOR-7748 FAX (813) Z02-7144

PLEASE REPLY 10:

FORT MYERS OFFICE
THE TERRACES
SESSIFIED COLLEGE PARKWAY
FORT MYERS, FLORIDA 33919-4873
(813) 433-4840
FAX (813) 433-4898

May 12, 1995

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

400001438894 -05/16/95--01099--014 *****35.00 *****35.00

RE: O-S-DORADO, INC.

Dear Sir/Madam:

Enclosed are is the Amendment to the Articles of Incorporation for the above-named corporation, (original and one copy) along with our check in the total amount of \$35.00 for filing (certified copy not required). Please return the file-stamped copy of the Amendment to this office at your earliest convenience.

Thank you.

Sincerel

AMATO, ANDERSON!//NICKEL & WEBER

Gudrun M. Nickel

GMN/hs Enc.

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FILED
95 HAY 16 AH 11: 46
SECRETARY OF STATE

FILED 95 MAY 16 AH 11: 46 SECRETARY OF STATE TĂLLĂĤĀŠŠĖE. PĽORIĐA

AMENDMENT TO ARTICLES OF INCORPORATION OF

DORADO OF SOUTHWEST PLORIDA, INC.

The undersigned President, Director & Stockholder of DORADO OF SOUTHWEST FLORIDA, INC.. horeby amond the Articles of Incorporation of DORADO OF SOUTHWEST FLORIDA, INC. as follows:

The corporate name, DORADO OF SOUTHWEST FLORIDA, INC. is hereby changed to: O-S-DORADO, INC.

The undersigned is/are the sole stockholders of Corporation.

The Articles of Incorporation of DORADO OF SOUTHWEST FLORIDA, INC. shall remain the same in all respects except as heretofore stated.

IN WITNESS WHEREOF, the undersigned, being the President, Stockholder and Director of DORADO OF SOUTHWEST FLORIDA, INC. has executed this Amendment to Articles of Incorporation on the day of May, 1995, in Naples, Collier County, Florida.

> SCHACHER, OSKAR President Director & Stockholder

ATTEST:

Secretary

STATE OF FLORIDA COUNTY OF COLLIER

Skacher

Before me personally appeared OSKAR SCHACHER, known to me and known by me to be the person who executed the foregoing Amendment to Articles of Incorporation, and they agknowledged before me that they executed this Amendment to Articles of Incorporation of DORADO OF SOUTHWEST FLORIDA, INC. on behalf of the Corporation

Notary Public

My Commission Expires:



MINUTES OF SPECIAL MEETING OF DORADO OF SOUTHWEST FLORIDA, INC.

The undersigned, being the officers and directors of DORADO OF SOUTHWEST FLORIDA, INC. a Florida corporation, Document Number P9500002317, filed January 10, 1995, in Tallahassee, Florida, hereby waive notice of this Special Meeting, called for the purpose of changing the name of the Corporation from

DORADO OF SOUTHWEST FLORIDA, INC.

to

O-S-DORADO, INC.

The undersigned is/are the sole stockholder(s) in Corporation.

The officers and directors have unanimously agreed that, it is in Corporation's best interests to change its name accordingly.

The Articles of Incorporation of DORADO OF SOUTHWEST FLORIDA, INC. shall remain the same in all respects except as heretofore stated.

IN WITNESS WHEREOF, the undersigned, being the sole stockholder, President and Director of DORADO OF SOUTHWEST FLORIDA, INC. has executed these Special Minutes authorizing an Amendment to Articles of Incorporation on the // day of May, 1995, in Naples, Collier County, Florida.

OSKAR LOUIS SCHACHER, President &

Director

ATTEST:

Secretary

STATE OF FLORIDA COUNTY OF COLLIER

The foregoing instrument was subscribed to before me this //// day of /////, 1995, by OSKAR LOUIS SCHACHER, , to me personally known (or who produced as identification), who stated under oath that he is the person

NOTICE OF SPECIAL MEETING OF THE SHAREHOLDER(S) AND DIRECTOR(S) OF DORADO OF SOUTHWEST PLORIDA, INC.

Please take notice that a special meeting of the Stockholder(s) and Director(s) of DORADO OF SOUTHWEST FLORIDA, INC., will be held on the 11th day of May, 1995, at 3:15 p.m., at 350 Fifth Avenue South, Naples, Florida 33940, for the purpose of changing the name of Corporation to:

O-S-DORADO, INC.

SHAREHOLDER(S) AND DIRECTOR(S)
- Shaw
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described in and who executed said instrument for the purposes therein expressed.

GUORUM M. NICKEL

MY COMMISSION & CO 38599

DOWNES: August 3, 1986 YPC Or Print Notary Name,

Bonded Thru Notary Name Undergraphication Date and Commission No.

EURA-AMARICAN CONSULTING, NC. 400 Timit mit trail for in, State 235, Noples, Et 44103 rel (9/4) 43 -(1/47, 1/4x (1/41) / 15-(1/2)

Naples, October 11, 1996

Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

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Re: Dorado of Southwest Florida, Inc.

Dear Sirs:

Please note that the mailing address of the above mentioned company has changed and will be as follows:

c/o Euro-American Consulting, Inc. 4001 Tamiami Trail North Suite 265 Naples, FL 34103

Sincerely,

EURO-AMERICAN CONSULTING, INC.

Rainer N. Filthaut

A10/15