

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0191 FAX

000-342-0086

P95000003535

95 JAN 12 PM 12:26

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DIVISION OF CORPORATION

MAIL TO:
P.O. Box 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 524334 5380A

AUTHORIZATION :

COST LIMIT : 0 PREPAID

ORDER DATE : January 12, 1995

ORDER TIME : 10:38 AM

ORDER NO. : 524334

CUSTOMER NO: 5380A

CUSTOMER: James P. Kane, Esq
HENDERSON FRANKLIN STARNES &
HOLT, PA

1715 Monroe Street
Fort Myers, FL 33901

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-01/12/95--01074--005
****122.50 ****122.50

DOMESTIC FILING

P95000003535

NAME: BAYSHORE OF NAPLES, INC.

XXXX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

FILED
95 JAN 13 PM 10:34
TALLAHASSEE, FL 32301
SECRETARY OF STATE

1-13-95
021A

0195-926
787,610,611,671



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 12, 1995

CORPORATION INFORMATION SERVICES INC.
1201 HAYS ST.
TALLAHASSEE, FL 32301

SUBJECT: BAYSHORE OF NAPLES, INC.
Ref. Number: W9500000926

Resubmit 1-13-95

We have received your document for BAYSHORE OF NAPLES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A post office box is not an acceptable address for the registered agent.

The registered agent must sign accepting the designation.

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) 487-6930.

Tim Murphy
Corporate Specialist

Letter Number: 695A00001524

65 JAN 13 1995
STATE OF FLORIDA
CORPORATION DIVISION

**ARTICLES OF INCORPORATION
OF
BAYSHORE OF NAPLES, INC.**

FILED
95 JAN 13 11 10:34
SECRET
TALLAHASSEE, FLORIDA

These Articles of Incorporation are executed by the undersigned for the purpose of forming a corporation pursuant to the Florida Business Corporation Act, as particularly set forth in Chapter 607 of the Florida Statutes.

ARTICLE I. NAME AND ADDRESS.

The name of this corporation shall be Bayshore of Naples, Inc. The principal business address and mailing address of the corporation is 3000 Royal Marco Way, #320, Marco Island, Florida 33937.

ARTICLE II. DURATION.

The corporation shall commence upon filing and shall have perpetual existence thereafter.

ARTICLE III. PURPOSE.

The purpose for which the corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act, as the same may from time to time be amended.

ARTICLE IV. CAPITAL STRUCTURE.

The aggregate number of shares of capital stock which this corporation shall have authority to issue shall be Ten Thousand (10,000) shares of common stock, all of the same class and each having a par value of One Dollar (\$1.00).

ARTICLE V. INITIAL REGISTERED AGENT & OFFICE.

The name of the initial registered agent of the corporation at its initial registered office, and the street address of its initial registered office, is as follows:

Prepared by: James E. Kane, Esq.
Florida Bar No.: 779113
1715 Monroe Street
Fort Myers, FL 33901
(813) 334-4121

<u>NAME</u>	<u>ADDRESS</u>
Corporation Information Services, Inc.	1201 Hays Street Tallahassee, FL 32301

ARTICLE VI. DIRECTORS.

The business and the affairs of this corporation shall be managed by a Board of Directors, which shall be elected by the shareholders and serve as provided in the Bylaws. The number of the members of the Board of Directors may either be increased or decreased from time to time by the Bylaws, but shall never be less than one (1). The corporation shall have two (2) Directors initially, and the name and address of the initial Directors are as follows:

<u>Name</u>	<u>Address</u>
Wilfrid E. Young	3000 Royal Marco Way, #320 Marco Island, FL 33937
Linda A. Young	3000 Royal Marco Way, #320 Marco Island, FL 33937

ARTICLE VII. PREEMPTIVE RIGHTS.

Every shareholder, upon the issuance by the corporation of authorized but unissued shares of stock of the corporation (other than the original issue of shares of stock to subscribers) or upon the issuance by the corporation of treasury stock, shall have the right to purchase a pro-rata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which it is issued to others.

ARTICLE VIII. BYLAWS.

The power to adopt, alter, amend or repeal bylaws shall be vested in both the Board of Directors and the shareholders. Bylaws adopted, altered, amended or repealed by the shareholders of the corporation may not be repealed, altered, amended or readopted by the Board of Directors if the shareholders so provide.

ARTICLE IX. INCORPORATORS.

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

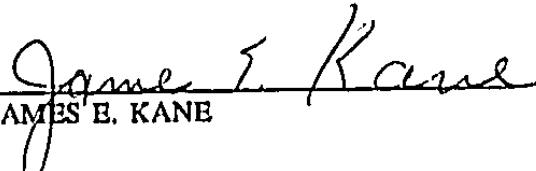
Name

James E. Kane

Address

Henderson, Franklin, Starnes & Holt
1715 Monroe Street
P.O. Box 280
Fort Myers, FL 33902-0280

IN WITNESS WHEREOF, the person executing these Articles of Incorporation has caused his hand and seal to be set this 11th day of JANUARY, 1995.


JAMES E. KANE

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for this corporation, at the place designated in this certificate, I hereby accept the appointment, understand my duties as registered agent, and agree to act in this capacity and to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office.

CORPORATION INFORMATION SERVICES , Inc.


Registered Agent, As Agent