

995000009562

DORIS M. BROWN
P. O. Box 56
Naples, Florida 33939-0056

RECEIVED
SECRETARY OF STATE
05 FEB - 1 PM 2:30

January 16, 1995

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

Re: Naples Property Management, Inc.

Gentlemen:

Enclosed please find the Articles of Incorporation for NAPLES PROPERTY MANAGEMENT, INC, together with a xerox copy thereof for certification and a certification of Designation of Resident Agent for filing with the Secretary of State.

It would be appreciated if you would please file these Articles immediately and forward the certification copy to me. Enclosed is a check in the sum of \$122.50 to cover the cost of filing same.

Thanking you for your cooperation in this matter.

Sincerely,

Doris M. Brown

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5.00

ARTICLES OF INCORPORATION
OF
NAPLES PROPERTY MANAGEMENT, INC.

FILED
SECRETARY OF STATE
55 FEB -1 PM 2:09

I, the undersigned subscriber of these Articles of Incorporation, a natural person competent to contract, do hereby associate myself to form a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation is NAPLES PROPERTY MANAGEMENT, INC.

ARTICLE II

The general character of the business to be transferred by this corporation is:

To operate a property management service.

To acquire by purchase, lease, or otherwise, lands and interests in lands, and to own, hold, improve, develop, and manage any real estate so acquired, and to erect, or cause to be erected, on any lands owned, held or accepted by the corporation, buildings or other structures, public or private with their appurtenances, and to manage, operate, lease, rent, rebuild, enlarge, alter, or improve any buildings or other structures, now or hereafter erected on any lands, or interest in lands, and any buildings or other structures, at any time owned or held by the corporation. To buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate, real estate of all kinds, improved or unimproved, and any right or interest therein.

To acquire, by purchase, lease, manufacture, or otherwise any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held, or occupied by the corporation, and to invest, trade, and deal in any personal property deemed beneficial to the corporation, and to lease, rent, encumber or dispose of any personal property at any time owned or held by the corporation.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers, and privileges of ownership, including the right to vote such stock.

To enter into, make, perform, and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any person, firm, association, or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation, or calculated to facilitate

the same.

To carry on any or all of its operations and businesses, and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have use, exercise and enjoy all of the general powers of like corporations.

To do any or all of the things hereinsetforth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors, or otherwise, alone, or in company with others, and to do and perform all such other things and acts as may be necessary, profitable, or expedient in carrying on any of the business or acts above named.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise limited or restricted reference to or inference from the terms of any other objects, powers or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is One Hundred shares of common stock, each share having the par value of \$5.00.

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the stockholders of this corporation at any regular or special meeting.

ARTICLE IV

The amount of capital with which this corporation shall begin business is Five Hundred Dollars, (\$500.00).

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The initial post office address of the principal office of this corporation is to be at:

P. O. Box 56
Naples, Florida 33939-0056

The stockholders may from time to time designate such other post office address and place for the principal office of this corporation as they may see fit.

ARTICLE VII

The business of this corporation shall be managed by the stockholders of the corporation rather than by a Board of Directors. Each stockholder shall have one vote for each share of stock owned by that stockholder, provided, however, where stock is owned by stockholders as tenants by the entirety, joint tenants with right of survivorship, or as tenants in common, the stockholders, so owning said stock shall have only one vote collectively and if the owners of any such stock are unable to agree upon their vote upon any subject at any meeting, or otherwise, they shall lose their right to vote on such subject, or if any of the owners of any such stock shall not be present at any meeting or otherwise, either in person or by proxy, the vote of the one or ones so present shall be considered the vote of all such co-owners of such stock. All corporate decisions shall be made by a majority vote of the stockholders with each stockholder having a vote as aforesaid.

ARTICLE VIII

The name and post office address of the first stockholders of this corporation who, subject to the provisions of these Articles of Incorporation, the by-laws of this corporation and the laws of the State of Florida shall manage the business of the corporation's existence, or until there shall be other stockholders, are as follows:

DORIS M. BROWN
2295 Sandpiper St.
Naples, Florida 33962

CAROLYN E. BELDEN
9155 Gulfshore Blvd. No.
Naples, Florida 33963

ARTICLE IX

The name and post office address of the subscriber of these Articles of Incorporation is as follows:

DORIS M. BROWN
2295 Sandpiper St.
Naples, Florida 33962

CAROLYN E. BELDEN
9155 Gulfshore Blvd. No.
Naples, Florida 33963

ARTICLE X

The street address of the corporation's initial registered agent and the name of its initial registered agent at such address are as follows:

DORIS M. BROWN
2295 Sandpiper St.
Naples, Florida 33962

ARTICLE XI

These Articles of Incorporation shall be effective on filing with the Secretary of State.

ARTICLE XII

These Articles of Incorporation may be amended in the manner provided by law. Amendments may be proposed by an, stockholder and must be approved by a majority of the stock entitled to vote thereon. Each stockholder shall have a vote as provided in Article VII hereof.

ARTICLE XIII

The stockholders of this corporation may provide such by-laws for the conduct of its business and the carrying out of its business as they may deem necessary from time to time, provided the same shall not be in conflict with the charter of the corporation. By-laws and any amendments thereto may be proposed by any stockholder and must be approved by a majority of the stock entitled to vote thereon. Each stockholder shall have a vote as provided in Article VII hereof.

IN WITNESS WHEREOF, I the undersigned, being the original subscriber to the capital stock, hereinbefore named has hereunto set my hand and seal, this 16th day of January, A.D., 1995.

Doris M. Brown
DORIS M. BROWN

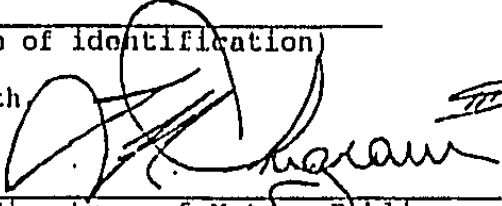
STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this
16th day of January, 1995 by DORIS M. BROWN,

() who is personally known to me or
(x) who has produced _____

(type of identification)

and who did (did not) take an oath



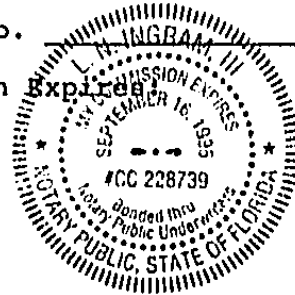
Signature of Notary Public

L. N. Ingram, III

Printed Name of Notary Public

Commission No.

My Commission expires _____



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVICED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That NAPLES PROPERTY MANAGEMENT, INC., desiring to organize under the Laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at City of Naples, County of Collier, State of Florida, has named DORIS M. BROWN, located at 2295 Sandpiper St., Naples, Florida 33962, County of Collier, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Executed this the 16th day of January, 1995.

By: Doris M. Brown
DORIS M. BROWN
Resident Agent

NAPLES.INC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS
95 FEB - 1 PH 2:30

995000009562

NAPLES PROPERTY MANAGEMENT, INC.
P. O. Box 56
Naples, Florida 33939-0056

March 3, 1994

Corporate Records
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32301

RECORDED
MAR 10 1994

Re: AMENDMENT TO CHANGE NAME

Gentlemen:

Enclosed please find the Articles of Amendment to Articles of Incorporation for NAPLES PROPERTY MANAGEMENT, INC.

Please forward to us a certificate under seal showing the change of corporate name. Enclosed is a check in the sum of \$ 43.75 to cover the cost of filing this amendment and the cost of the certificate under seal.

Thanking you for your prompt attention to this matter.

Sincerely,

Doris M. Brown

Doris M. Brown, President

Enclosures as noted above

cc: Kelly Trierweiler
4751 Gulfshore Blvd. No. #308
Naples, Florida 33940

FILED
95 MAR -7 PM 12:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Plaques
H.A.C.*

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
A FLORIDA CORPORATION

FILED
95 MAR -7 PM 12:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned as President and Secretary of NAPLES PROPERTY MANAGEMENT, INC., a Florida Corporation, does hereby for the purpose of complying with the provisions of Section 607.181, Florida Statutes (1994) in relation to the Amendment of Articles of Incorporation of NAPLES PROPERTY MANAGEMENT, INC., a Florida Corporation, make and execute these Articles of Amendment and certify that a meeting of the stockholders of NAPLES PROPERTY MANAGEMENT, INC., a Florida Corporation, was held Monday, February 20, 1995, after Waiver of Notice and Call, by all of the stockholders of NAPLES PROPERTY MANAGEMENT, INC., a Florida Corporation, who unanimously voted to amend the Articles of Incorporation of NAPLES PROPERTY MANAGEMENT, INC., a Florida Corporation by amending the Caption to read as follows:

"ARTICLES OF INCORPORATION

OF

PRESTIGE PROPERTY MANAGEMENT OF NAPLES, INC."

and Article I of the Articles of Incorporation of NAPLES PROPERTY MANAGEMENT, INC., a Florida Corporation, to read as follows:

"Article I

The name of this corporation is PRESTIGE PROPERTY MANAGEMENT OF NAPLES, INC."

I further certify that said Amendment to Caption and to Article I of the Articles of Incorporation of NAPLES PROPERTY

MANAGEMENT, INC., a Florida Corporation, was approved by all of the stockholders of NAPLES PROPERTY MANAGEMENT, INC., a Florida Corporation, at said meeting, and that all of the stockholders of NAPLES PROPERTY MANAGEMENT, INC., a Florida Corporation, were present at said meeting.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment on this the 22 day of February, 1995.

NAPLES PROPERTY MANAGEMENT, INC.,
A Florida Corporation

By: Doris M. Brown
Doris M. Brown, President

ATTEST:

Doris M. Brown
Doris M. Brown, Secretary

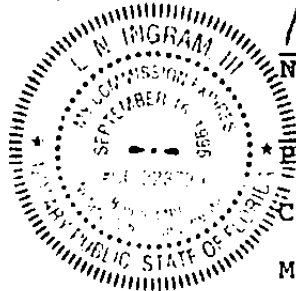
STATE OF FLORIDA
COUNTY OF COLLIER

Before me, personally appeared DORIS M. BROWN,

(x) who is personally known to me
() who produced _____
(type of identification)

well known and known to me to be the President and Secretary of NAPLES PROPERTY MANAGEMENT, INC., and who executed the foregoing Articles of Amendment and acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this 22nd day of February, 1995.



L. N. Ingram, III
Notary Public

L. N. Ingram, III

Print Name of Notary Public

Commission No. CP 228739

(Notary Seal)

My Commission Expires: 9/16/96