CONTACT:

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ARTICLES OF INCORPORATION

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SUNSET BEACH PRODUCTIONS OF NAPLES, INC. SECRETARY OF STATE

The undersigned subscriber to these Articles of incorporation ORIDA being a natural person competent to contract, hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I

FFFECTIVE DATE 2-23-95

CORPORATE NAME

The name of this corporation is SUNSET BEACH PRODUCTIONS OF NAPLES, INC.

ARTICLE II

DURATION

The corporation shall have perpetual existence, beginning with the execution of these Articles.

ARTICLE III

PURPOSE

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

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue 7500 shares of \$1.00 par value common stock, which shall be designated "common shares". The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and all regulations issued thereunder. Such actions as are necessary will be taken by the officers of this corporation to accomplish this compliance. This corporation is being capitalized and its stock is

being issued to comply with the beforementioned section of the Internal Revenue Code.

ARTICLE V

PREEMPTIVE RIGHT'S

Every shareholder, upon the sale for cash of any new stock of the corporation of the same kind, class, or series as that which he holds, shall the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

ADDRESSES

The address of the principal place of business of the corporation is 55 13th Avenue South, Naples, FL 33940. The street address of the corporation's initial registered office of the corporation is 2335 Tamiami Trail North, Suite 308, Naples, FL 33940, and the name of the initial registered agent of the corporation at that address is DOUGLAS L. RANKIN, ESQ.. The shareholders may from time to time select and so communicate, by appropriate notice to the Department of State, another registered office or registered agent or both.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The corporation shall have Directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of the corporation are:

NAMES

ADDRESSES

James E. Dale

55 13th Avenue South

Naples, FL 33940

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles are:

NAME

ADDRESS

James E. Dale

55 13th Avenue South

Naples, FL 33940

ARTICLE IX

BYLAWS

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

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders, except the Preemptive Rights created in Article V are subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23 day of

____, 1995.

JAMES E. DALE, Subscriber

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR

DOMICTLE FOR THE SERVICE OF PROCESS WITHIN THASFEB 21, A1111:58

STATE, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the HALLAMASSIGETELORIDA submitted in compliance with said Act:

That, SUNSET BEACH PRODUCTIONS OF NAPLES, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Naples, County of Collier, State of Florida, has named DOUGLAS L. RANKIN, located at 2335 Tamiami Trail North, Suite 308, in the City of Naples, 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 of the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act, including those relative to keeping open said office.

DOUGLAS L. RANKIN

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