

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086



99500037763

ACCOUNT NO. 072 06 03

REFERENCE : 597734

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : May 11, 1995

ORDER TIME : 5:06 PM

ORDER NO. : 597734

CUSTOMER NO: 9417A

CUSTOMER: Lori Heinrich, Legal Assistant
TITUS & KAYUSA

Suite A
1922 Victoria
Ft. Myers, FL 33901

300001485883

DOMESTIC FILING

NAME: SUMMERLIN GROUP, INC.

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS: T. BROWN MAY 12 1995

FILED
95 MAY 12 AM 10:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SUMMERLIN GROUP, INC.

FILED
95 MAY 12 AM 10:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SUMMERLIN GROUP, INC.

The address of the principal office of this corporation shall be 4755 Summerlin Road, Suite 7, Fort Myers, Florida 33919 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Terry Upson
Dir.

4755 Summerlin Road, Suite 7
Fort Myers, Florida 33919

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on May 11, 1995.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*
Its Agent, Gail Shelby

GLS/jwk

1201 FLAVY STREET
TALLAHASSEE, FL 32301
(904) 222-9470
(904) 222-9471

800-342-8086

895000037763

CSC
PRINCIPAL
TRUST & FINANCIAL SERVICES

RECEIVED
95 JUN 14 PM 2:42

DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032
REFERENCE : 597734 9417A
AUTHORIZATION : *Patricia Pizato*
COST LIMIT : \$ 35.00

ORDER DATE : May 11, 1995
ORDER TIME : 1:32 PM
ORDER NO. : 597734
CUSTOMER NO: 9417A

*RA
change*

900001513089

CUSTOMER: Lori Heinrich, Legal Assistant
Titus & Kayusa
Suite A
1922 Victoria
Ft. Myers, FL 33901

CHANGE OF AGENT

NAME: SUMMERLIN GROUP, INC.

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95 JUN 14 PM 5:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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 PLAIN STAMPED COPY

6/14/95
ADH
ADH
ADH

CONTACT PERSON: Angela Lane

Charter No. P95000037763

Date Filed May 12, 1995

STATEMENT OF CHANGE OF REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is: Summerlin Group, Inc.

2. The name and address of its present registered agent is:

CORPORATION INFORMATION SERVICES, INC.
1201 Hays Street
Tallahassee, Florida 32301

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95 JUN 14 PM 5:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3. The name and street address to which its registered agent is to be changed is:
(P.O. BOX NOT ACCEPTABLE)

~~Terry Upson~~ W. TERRELL
383 HARBOUR DRIVE
NAPLES, FL 33940

4. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.

5. Such change was authorized by resolution duly adopted by its board of directors or by an officer of the corporation so authorized by the board of directors.

X Signature W T Upson
(President or Vice President)

X Date MAY 30, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACC . T THE OBLIGATION OF MY POSITION AS REGISTERED AGENT UNDER SECTION 607.0505, FLORIDA STATUTES.

W. TERRELL UPSON

Please Print/Type Name Terry Upson

X Signature W T Upson
(Agent)

X Date MAY 30, 1995