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REFERENCE : 630706 9347A

AUTHORIZATION : Patricia Pizito

COST LIMIT : 970.00

ORDER DATE : July 5, 1995

ORDER TIME : 9:51 AM

ORDER NO. : 630706

CUSTOMER NO: 9347A

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CUSTOMER: Steven P. Kushner, Esq  
GOLDBERG GOLDSTEIN & BUCKLEY

1515 Broadway Street  
P. O. Box 2366  
Fort Myers, FL 33901

DOMESTIC FILING

NAME: BERLIN CONNECTION OF NAPLES,  
INC.

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

T. BROWN JUL - 5 1995

FILED  
95 JUL - 5 PM 12:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

BERLIN CONNECTION OF NAPLES, INC.

The undersigned subscribers to these Articles of Incorporation, in order to effect a duly incorporated Florida corporation, competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME AND ADDRESS: The name of this corporation is BERLIN CONNECTION OF NAPLES, INC. and the mailing address is 3626 Arctic Circle, Naples, Florida 33962.

ARTICLE II

NATURE OF BUSINESS: The corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III

CAPITAL STOCK: The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Seven Thousand Five Hundred (7,500) shares of ONE DOLLAR (\$1.00) par value common stock. The consideration to be paid for each share shall be fixed by the Board of Directors from time to time.

ARTICLE IV

INITIAL CAPITAL: The amount of capital with which the corporation will begin business is Five Hundred Dollars (\$500.00).

ARTICLE V

TERM OF EXISTENCE: This corporation shall have perpetual existence.

FILED  
95 JUL -5 PM 12:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VI

INITIAL REGISTERED AGENT AND OFFICE: The street address of the initial registered office of this corporation is 3626 Arctic Circle, Naples, Florida 33962. The name of the initial registered agent of this corporation is Klaus D. Dorrstein.

Having been named to accept service of process for BERLIN CONNECTION OF NAPLES, INC., I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

ACCEPTED BY: X   
Klaus D. Dorrstein

ARTICLE VII

DIRECTORS: The number of Directors shall be One (1) initially. The number of Directors may be increased or diminished from time to time by the By-Laws adopted by the Shareholders.

ARTICLE VIII

INITIAL DIRECTORS: The name and address of the initial sole Director, who subject to the By-Laws of the Corporation shall hold office for the first year of existence of this Corporation or until his successor is elected and has qualified is:

NAME AND ADDRESS

Klaus D. Dorrstein

3626 Arctic Circle  
Naples, Florida 33962

ARTICLE IX

SUBSCRIBERS: The name and address of the sole Subscriber to these Articles of Incorporation is as follows:

NAME AND ADDRESS

Klaus D. Dorrestoin  
3626 Arctic Circle

ARTICLE X

EFFECTIVE DATE: These Articles of Incorporation shall be effective upon approval by the Secretary of State of the State of Florida.

ARTICLE XI

AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders and approved at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

ARTICLE XII

INDEMNIFICATION: In the event that an officer or director is sued by any party, other than the Corporation with regard to alleged actions or omissions by said officer or director taken in the course of their duty to the Corporation and their activity on behalf of the Corporation in such official capacity, the Corporation shall, to the extent allowable at law, fully indemnify such officer or director with regard to any damages, judgments or claims, together with any and all court costs and reasonable attorneys fees incurred, at trial or at the appellate level. The

foregoing indemnification, however, shall be applicable only where such alleged wrongdoings relate to the advancing of the best interests of the Corporation, and do not evidence any wanton or willful intent, gross negligence or gross recklessness, as determined by the Board of Directors. Upon approval by the Board, the Corporation, to the extent allowable by law, may defray the costs of defending any litigation filed against such officer or director in accordance with, and subject to the limitations set forth immediately above. The Board of Directors shall make such determination in their sole discretion and may elect to defray such costs without any requirement that a judgement be obtained by a plaintiff as a prerequisite to defraying such expense.

IN WITNESS WHEREOF, I have hereto set my hand and seal,  
acknowledged and filed the foregoing Articles of Incorporation,  
under the laws of the State of Florida, this 3<sup>rd</sup> day of July,  
1995.

WITNESSES;

[Signature]  
& Beverly J. Henley

State of Florida )  
County of Lee )

X [Signature] (SEAL)  
Klaus D. Dorrstein, Subscriber  
Incorporator

I HEREBY CERTIFY that before me this day, personally appeared,  
KLAUS-D DORRSTEIN, to me known to be the individual described in  
and who executed the foregoing Articles of Incorporation and  
acknowledged before me that he executed same for the purposes  
therein expressed.

WITNES: my hand and official seal in the County and State  
named, this 3<sup>rd</sup> day of July, 1995.

My Commission Expires:

Beverly J. Henley  
Notary Public  
BEVERLY J. HENLEY

