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LAW OFFICES OF
ERNEST A. SEEMANN, Esq.
4729 Del Prado Boulevard
Cape Coral, Florida 33904-9626
Tel.: (941) 540-7007; Telefax (941) 540-2154

Ernest A. Seemann
Elise B. Genzmer

September 12, 1995

Florida Department of State
Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RECORDED 1584576
SEP 14 1995 1010 AM -0001
***122.50 ***122.50


RE: FLORIDA SUNSHINE INVESTMENT CORPORATION

Gentlemen:

Enclosed herewith is an executed original and one photocopy of the Articles of Incorporation for the above referenced limited liability company and the required affidavit, together with our check for \$122.50. Please return the photocopy of the Articles with the log-in stamp. I have enclosed a prepaid envelope.

Should you have any questions, please contact me.

Yours sincerely,


Ernest A. Seemann

EAS/pr

Encls.

W95-18712

FILED
SEP 27 1995
11:41

~~563~~

DMC 9/26/95



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 18, 1995

ERNEST A. SEEMANN, ESQ.
4729 DEL PRADO BOULEVARD
CAPE CORAL, FL 33904-9626

SUBJECT: FLORIDA SUNSHINE INVESTMENT CORPORATION
Ref. Number: W95000018712

We have received your document for FLORIDA SUNSHINE INVESTMENT CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 895A00042754

P95-74105

LAW OFFICES OF
ERNEST A. SEEMANN, Esq.
4729 Del Prado Boulevard
Cape Coral, Florida 33904-9626
Tel.: (941) 540-7007; Telefax (941) 540-2154

Ernest A. Seemann
Elise B. Genzmer

September 21, 1995

Florida Department of State
Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: SUNSHINE INVESTMENTS OF FLORIDA, INC.

Gentlemen:

Enclosed herewith is an executed original and one photocopy of the Articles of Incorporation for the above referenced limited liability company and the required affidavit, together with a copy of your letter from September 18, 1995. Please return the photocopy of the Articles with the log-in stamp. I have enclosed a prepaid envelope.

Should you have any questions, please contact me.

Yours sincerely,



Ernest A. Seemann

EAS/pr

Encls.

ARTICLES OF INCORPORATION OF
SUNSHINE INVESTMENTS OF FLORIDA, INC.

FILED
SEP 25 1995
SECRET
FALL

The undersigned, WOLFGANG BOLZ, files in the Office of the Secretary of State of the State of Florida, for the purpose of forming a corporation for profit, in accordance with the laws of the State of Florida, these Articles of Incorporation, as by law provided.

I. NAME:

The name of this Corporation shall be: SUNSHINE INVESTMENTS OF FLORIDA, INC.

II. BUSINESS:

The general nature of the business and business to be transacted are as follows: To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida of the United States.

Without in any way limiting any of the objects and powers of the Corporation, it is expressly declared and provided that the Corporation, to carry on its business, or for the purpose of accomplishing any of the objects hereinabove mentioned, shall have the power to make and perform contracts of any kind and description, to do any and all other acts and things, and to exercise any and all other powers, either as principal, agent or broker, conferred by the laws of the State of Florida upon corporations formed under the laws of said State, and which now or hereafter may be authorized by law.

III. SHARES:

The authorized capital stock of this Corporation shall consist of 100 shares of common stock, at \$30.00 par value per share.

IV. EXISTENCE:

The corporation shall have perpetual existence.

V. PRINCIPAL OFFICE AND REGISTERED AGENT:

The street address of the Corporation's initial principal office is c/o Bodo Knoche 4714 Del Prado Boulevard, Cape Coral, FL 33904; the registered agent for the Corporation is Ernest A. Seemann, Esq., 4729 Del Prado Boulevard, Cape Coral, FL 33904.

VI. DIRECTORS:

The Corporation shall have not less than one Director, as provided by the By-Laws. Directors shall hold office for one year, or until their successors have been duly elected and qualified. The initial director is:

Wolfgang Bolz, c/o Bodo Knoche, 4714 Del Prado Boulevard, Cape Coral, FL 33904.

VII. INCORPORATOR:

The name and address of the initial incorporator of the Corporation is as follows: Wolfgang Bolz, c/o Bodo Knoche, 4714 Del Prado Boulevard, Cape Coral, FL 33904.

VIII. GENERAL PROVISIONS:

(a) The private property of the stockholders shall not be subject to the payment of any corporate debts to any extent whatsoever.

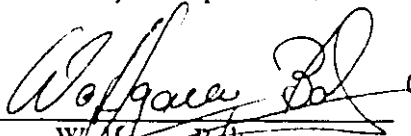
(b) Subject to the provisions and conditions of this Article, the Corporation shall have full power and lawful authority to accept property, labor and services in payment for shares of its Capital stock in lieu of cash, at a just valuation to be fixed by its Board of Directors.

(c) A director of the Corporation may transact business, borrow, lend, or otherwise deal or contract with the Corporation to the full extent and subject only to limitations and provisions of the laws of the State of Florida and the laws of the United States.

(d) The Corporation shall indemnify each director and officer of the Corporation against all or any portion of any expenses reasonably incurred by him in connection with or arising out of any action, suit or proceeding in which

he may be involved, by reason of his being or having been an officer or director of the Corporation (whether or not he continues to be an officer or director at the time of incurring such expenses), to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and laws of the United States.

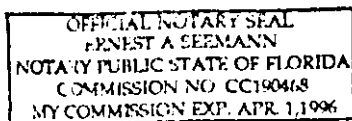
SUBSCRIBED at Cape Coral, Florida, this 12th day of September, 1995.



Wolfgang Bolz
Incorporator

STATE OF FLORIDA)
COUNTY OF LEE)

I HEREBY CERTIFY that on this 12th day of September, 1995, before me, an officer duly qualified to take acknowledgments, personally appeared WOLFGANG BOLZ who produced German Passport No. 519 1163048 as identification and who executed the foregoing instrument, acknowledged before me that she executed the same, and who did not take an oath.

My Commission Expires:
April 1, 1996




Ernest A. Seemann
Notary Public, State of Florida
Commission No.: CC190468

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated Corporation at the place designated within the Certificate, the undersigned hereby accepts to act in this capacity and agrees to comply with the provisions of Chapter 48.091, Florida Statutes.


Ernest A. Seemann