

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-1191

800-342-8086



7600001693

ACCOUNT NO. : 001100000032

REFERENCE : 793600 4718535

AUTHORIZATION :

COST LIMIT : \$

ORDER DATE : January 3, 1996

ORDER TIME : 9:30 AM

ORDER NO. : 793600

CUSTOMER NO: 4718535

CUSTOMER: Ms. Sue Smith-4253f
PORTER WRIGHT MORRIS & ARTHUR

Suite 400
4501 Tamiami Trail North
Naples, FL 33940

EFFECTIVE DATE
JAN - 4 1996

000001680190
-01/05/96--01065--006
*****70.00 *****70.00

DOMESTIC FILING

NAME: ALICO INVESTMENTS, INC.

X ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
X PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS: T. BROWN JAN - 8 1996

FILED
96 JAN -5 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 JAN -5 AM 11:05
DIVISION OF CORPORATION

EFFECTIVE DATE
JAN - 4 1996

FILED
96 JAN -5 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ALICO INVESTMENTS, INC.

These Articles of Incorporation are made and subscribed for the purposes of organizing a corporation for profit under the Florida General Corporation Act, Chapter 607, Florida Statutes.

ARTICLE I - NAME

The name of this corporation is:

ALICO INVESTMENTS, INC.

ARTICLE II - PURPOSE

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

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of common stock, par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 4501 Tamiami Trail North, Suite 400, Naples, FL 33940 and the name of the initial Registered Agent of this Corporation at that address is JEFFREY S. KANNENSOHN.

ARTICLE V - CORPORATION'S PRINCIPAL OFFICE

This corporation's principal offices and mailing address are: 4501 Tamiami Trail North, Suite 400, Naples, Florida 33940.

ARTICLE VI - RESTRICTIONS ON MEMBERSHIP

TO BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time, by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII - INCORPORATOR

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

JEFFREY S. KANNENSOHN
4501 Tamiami Trail North, Suite 400
Naples, Florida 33940

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the shareholders, and except to the extent limited by the shareholders, in the Board of Directors.

ARTICLE IX - DURATION

The existence of this corporation shall commence on the date of subscription and acknowledgment of these Articles, and shall be perpetual.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law, and any right conferred upon the stockholders is subject to this reservation.

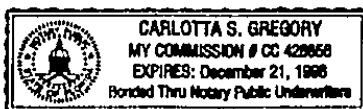
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 4th day of January, 1996.

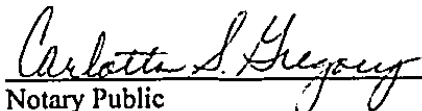

JEFFREY S. KANNENSOHN
Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

I HEREBY CERTIFY that on this 4th day of January, 1996, before me, an officer duly authorized and acting, personally appeared JEFFREY S. KANNENSOHN to me known and known to me to be the individual described in and who executed the foregoing instrument and acknowledged then and there before me that he executed said instrument.

WITNESS MY HAND and official seal in the County and State aforesaid this the day and year last above written.




Notary Public

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

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

First--That **ALICO INVESTMENTS, 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 **JEFFREY S. KANNENSOHN**, located at 4501
Tamiami Trail North, Suite 400, City of Naples, County of Collier, State of Florida, as its agent to
accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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
provision of said Act relative to keeping open said office.

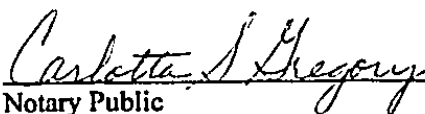

JEFFREY S. KANNENSOHN, Resident Agent

STATE OF FLORIDA
COUNTY OF COLLIER

I HEREBY CERTIFY that on this 4th day of January, 1996, before me, an officer duly
authorized and acting, personally appeared JEFFREY S. KANNENSOHN, to me known and known
to me to be the individual described in and who executed the foregoing instrument and
acknowledged then and there before me that he executed said instrument.

WITNESS MY HAND and official seal in the County and State aforesaid this the day and
year last above written.




Notary Public

CORPORATE ART
NAPLES/44743 01