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Attorneys at Law

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Licensed in FL and NJ

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Licensed in FL and NJ

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Licensed in FL and NJ

January 5, 1996

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

300001683843  
-01/10/96--01043--005  
\*\*\*\*122.50 \*\*\*\*122.50

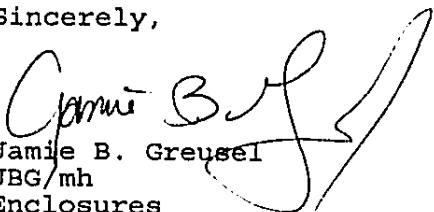
Re: CAPRI ISLAND, INC.

Gentlemen/Ladies:

Enclosed please are two copies of the Articles of Incorporation for the corporation referenced above, along with a check in the amount of \$122.50 made payable to the Secretary of State.

Please file the original in your office and return a certified copy to us in the enclosed stamped, addressed envelope.

Sincerely,

  
Jamie B. Greusel  
JBG/mh  
Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JAN 10 AM 10:48

WJW  
Jan. 15, 1996

ARTICLES OF INCORPORATION  
OF  
CAPRI ISLAND, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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I. NAME

The name of the corporation is CAPRI ISLAND, INC.

II. TERM OF EXISTENCE

This corporation shall have perpetual existence.

III. NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and the Laws of the State of Florida.

IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation shall be authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock, all shares, having a par value of One Dollar (\$1.00) per share.

V. PREEMPTIVE RIGHTS

The Stockholders of this corporation shall have preemptive rights as to any officer for the sale of shares of this corporation to third parties or individual shareholders of this corporation.

VI. INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of this corporation is 1104 N. Collier Blvd., Marco Island, Florida 33937. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

VII. INITIAL REGISTERED AGENT

The initial registered agent of the corporation is JAMIE B. GREUSEL, c/o Berry & Greusel, 1104 N. Collier Blvd., Marco Island, Florida 33937.

#### VIII. DIRECTORS

This corporation shall have one director initially. The number of directors, may, from time to time, be increased by By-Laws adopted by the stockholders. The name and address of the first member of the Board of Directors is Jamie B. Greusel, c/o Berry & Greusel, 1104 North Collier Boulevard, Marco Island, Florida 33937.

#### IX. SUBSCRIBER AND INCORPORATOR

The subscriber and incorporator to these Articles of Incorporation is Jamie B. Greusel, c/o Berry & Greusel, 1104 North Collier Boulevard, Marco Island, Florida 33937.

#### X. AMENDMENTS

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 stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the stockholders and all the directors sign a written statement manifesting their intentions that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator has  
executed these Articles of Incorporation on the 5<sup>th</sup> day  
of July, 1996.

Jamie B. Greusel  
JAMIE B. GREUSEL

COUNTY OF COLLIER  
STATE OF FLORIDA

The foregoing instrument was acknowledged before me  
this 5<sup>th</sup> day of January, 1996 by Jamie B. Greusel  
who is personally known to me or who has produced  
(type of identification) as  
identification and who did (did not) take an oath.

(SEAL)

Cheryl B. Schmidt  
Notary Public

(typed name)

My Commission Expires:

Commission # \_\_\_\_\_



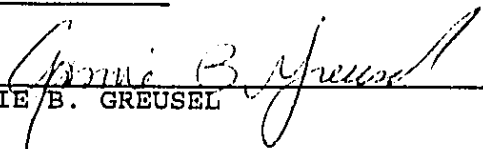
CHERYL B SCHMIDT  
My Commission CC403142  
Expires Sep. 25, 1998  
Bonded by HAI  
800-422-1555

**CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED**

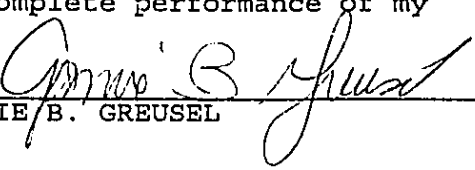
In compliance with Section 48.091 and 607.0501, Florida Statutes the following is submitted:

CAPRI ISLAND, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at Marco Island, Florida 33937, has named Jamie B. Greusel, Berry & Greusel, 1104 N. Collier Blvd., Marco Island, Florida 33937 as its agent to accept service of process within Florida.

Date: 1/5/96

  
\_\_\_\_\_  
JAMIE B. GREUSEL

Having been named to accept Service of Process for the above stated corporation, at the place designated in this certificate, 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.

  
\_\_\_\_\_  
JAMIE B. GREUSEL

This instrument prepared by:

BERRY & GREUSEL, Attorneys at Law  
1104 N. Collier Blvd.  
Marco Island, Florida 33937  
(813) 394-8111

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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