

1201 HAYS STREET
TALLAHASSEE, FL 32301

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CSC networks
PRESTIGE
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. 721 000 32

REFERENCE : 820654 4802844

AUTHORIZATION :

Patricia Pyjuts

COST LIMIT : \$ 70.00

ORDER DATE : January 25, 1996

ORDER TIME : 3:46 PM

ORDER NO. : 820654

000001700720

CUSTOMER NO: 4802844

CUSTOMER: Tara M. Anderson
NEAL GERBER & EISENBERG

Two North Lasalle Street
Suite 2200
Chicago, IL 60602

DOMESTIC FILING

NAME: RUM ROW HOLDINGS, 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: Clint D. Fuhrman

EXAMINER'S INITIALS:

T. BROWN

JAN 30 1996

FILED
96 JAN 29 AM 10:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF

Rum Row Holdings, Inc.

FILED
96 JAN 29 AM 10:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST: THE CORPORATE NAME THAT SATISFIES THE REQUIREMENTS OF SECTION 607.0401 IS: Rum Row Holdings, Inc.

SECOND: THE STREET ADDRESS OF THE INITIAL PRINCIPAL OFFICE AND, IF DIFFERENT, THE MAILING ADDRESS OF THE CORPORATION IS:
281 Broad Avenue South, Naples, Florida 33940

THIRD: THE NUMBER OF SHARES THE CORPORATION IS AUTHORIZED TO ISSUE IS: 1,000

*FOURTH: (a) IF THE SHARES ARE TO BE DIVIDED INTO CLASSES, THE DESIGNATION OF EACH CLASS IS:

N/A

(b) STATEMENT OF THE PREFERENCES, LIMITATIONS AND RELATIVE RIGHTS IN RESPECT OF THE SHARES OF EACH CLASS:

<u>CLASS</u>	<u>PREFERENCES</u>	<u>LIMITATIONS</u>	<u>RELATIVE RIGHTS</u>
<u>N/A</u>	<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>	<u></u>

*FIFTH: (a) IF THE CORPORATION IS TO ISSUE THE SHARES OF ANY PREFERRED OR SPECIAL CLASS IN SERIES, THE DESIGNATION OF EACH SERIES IS:

N/A

(*Optional)

(b) STATEMENT OF THE VARIATIONS IN THE RELATIVE RIGHTS AND PREFERENCES AS BETWEEN SERIES INSOFAR AS THE SAME ARE TO BE FIXED IN THE ARTICLES OF INCORPORATION:

<u>SERIES</u>	<u>RELATIVE RIGHTS</u>	<u>PREFERENCES</u>
<u>N/A</u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>

(c) STATEMENT OF ANY AUTHORITY TO BE VESTED IN THE BOARD OF DIRECTORS TO ESTABLISH SERIES AND FIX AND DETERMINE THE VARIATIONS IN THE RELATIVE RIGHTS AND PREFERENCES BETWEEN SERIES:

N/A

SIXTH: PROVISIONS GRANTING PREEMPTIVE RIGHTS ARE:

The Corporation shall not have preemptive rights.

SEVENTH: PROVISIONS FOR THE REGULATION OF THE INTERNAL AFFAIRS OF THE CORPORATION ARE:

See Attachment A

EIGHTH: THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS 281 BROAD AVENUE SOUTH, NAPLES, FLORIDA 33940
AND THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH ADDRESS IS LINDA HAMILTON

*NINTH: THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS One, AND THE NAMES AND ADDRESSES OF THE PERSONS WHO ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND SHALL QUALIFY ARE: William J. von Liebig, 281 Broad Avenue South, Naples, Florida 33940

TENTH: THE NAME AND ADDRESS OF EACH INCORPORATOR IS:

Tara M. Anderson
Two North La Salle Street, Suite 2200
Chicago, Illinois 60602

THE UNDERSIGNED HAS (HAVE) EXECUTED THESE ARTICLES OF INCORPORATION

THIS 22nd DAY OF January, 1996.

Tara M. Anderson
SIGNATURE/TITLE
Tara M. Anderson, Incorporator

SIGNATURE/TITLE

SIGNATURE/TITLE

ACCEPTANCE BY THE REGISTERED AGENT AS REQUIRED IN SECTION
607.0501 (3) F.S.: LINDA HAMILTON IS FAMILIAR WITH AND
ACCEPTS THE OBLIGATIONS PROVIDED FOR IN SECTION 607.0505.

DATED January 22, 19 96.

BY Linda Hamilton
Linda Hamilton

**ATTACHMENT A
TO THE
ARTICLES OF INCORPORATION
OF
RUM ROW HOLDINGS, INC.**

Indemnification. The corporation shall indemnify all officers and directors of the corporation, and advance expenses reasonably incurred by such officers and directors in defending any civil or criminal action, suit or proceeding, in accordance with and to the fullest extent permitted by the Florida 1989 Business Corporation Act, as amended from time to time (the "Act").

Liability of Directors. To the fullest extent permitted by the Act, a director of the corporation shall not be liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director.