

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

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PROVIDING ALL
LEGAL & FINANCIAL SERVICES

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DIVISION OF CORPORATIONS

COUNTY FILE # : 7210000002

REFERENCE : 831590 4301472

AUTHORIZATION : Patricia Pizito

COST LIMIT : 4131.25

ORDER DATE : February 2, 1996

ORDER TIME : 2:39 PM

ORDER NO. : 831590

100001705631

CUSTOMER NO: 4301472

CUSTOMER: Ms. Laurie Bergstrosser
BROAD AND CASSEL

Suite 1100
390 N. Orange Avenue
Orlando, FL 32801

DOMESTIC FILING

NAME: ALLIANCE CAPITAL, INC.

FILED
96 FEB -2 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XX____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX____ CERTIFIED COPY
____ PLAIN STAMPED COPY
XX____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: KAREN ROZAR

EXAMINER'S INITIALS:

T. BROWN FEB - 5 1996

ARTICLES OF INCORPORATION
OF
ALLIANCE CAPITAL, INC.

FILED
96 FEB -2 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is ALLIANCE CAPITAL, INC.

ARTICLE II - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the initial principal place of business of the corporation is 5007 Tamiami Trail East, Naples, Florida 33962 and the initial mailing address of the corporation is 5007 Tamiami Trail East, Naples, Florida 33962.

ARTICLE III - AUTHORIZED SHARES

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$.01 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 1201 Hayes Street, Tallahassee, Florida 32301 and the initial registered agent of this corporation at that address is Corporation Service Company.

ARTICLE V - INCORPORATOR

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Corporation Service Company	1201 Hayes Street Tallahassee, Florida 32301

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The name and street address of the sole member of this corporation's initial Board of Directors is as follows:

Carl M. Pernstrom

5007 Tamiami Trail, East
Naples, Florida 33962

IN WITNESS WHEREOF, the undersigned does hereby execute this instrument this 2 day of February, 1996.

Corporation Service Company

By: Karen B. Rozar
Name: Karen B. Rozar
Title: as its agent

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statute, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the corporation is ALLIANCE CAPITAL, INC.
2. The name and address of the registered agent and office is:

CORPORATION SERVICE COMPANY
1201 Hayes Street
Tallahassee, Florida 32301

ALLIANCE CAPITAL, INC.

By: Corporation Service Company

By: Karen B. Rozar
Name: Karen B. Rozar
Title: as its agent

Title: Incorporator

Dated this 2nd day of February, 1996.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES, AND ACCEPTS THE DUTIES AND OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT INCLUDING THOSE CONTAINED IN SECTION 607.0505, FLORIDA STATUTES.

Corporation Service Company

By: Karen B. Rozar
Name: Karen B. Rozar
Title: as its agent

Dated this 2nd day of February, 1996.

FILED
96 FEB -2 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P96000010816

Diversified Real Estate Group, Inc.

Developers, Realtors, Investors

April 21, 1996

Secretary of the State
Post Office Box 6327
Tallahassee, Florida 32314

RE: Change of address for Alliance Capitol, Inc.

To Whom It May Concern:

Please be advised that the following address has been changed for Alliance Capitol, Inc.:

Old address:

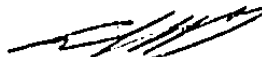
5007 Tamiami Trail East
Naples, Florida 33962

New address:

950 Fifth Avenue North
Naples, Florida 33940

If you have any questions, please feel free to contact me.

Sincerely,



Carl M. Fernstrom, President of
Alliance Capitol, Inc.

Updated LR 4/26
~~Sent R/A info~~
(CSC & RA)