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*Patricia Pizito*  
19875

067059 004770

REFERENCE : 067059 004770

AUTHORIZATION : *Patricia Pizito*

COST LIMIT : 4 122.50

ORDER DATE : March 4, 1996

ORDER TIME : 10:12 AM

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ORDER NO. : 067059

CUSTOMER NO: 004770

CUSTOMER: Christopher M. Davies, Esq  
ALLEN KNUDSEN DEBOEST EDWARDS  
& ROBERTS, P.A.  
1415 Hendry Street

Ft. Myers, FL 33901

DOMESTIC FILING

NAME: SAREB, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: GWEN BUTLER

RECEIVED  
96 MAR -4 PM 11:10  
DIVISION OF CORPORATION

FILED  
96 MAR -4 AM 8:50  
SECRETARY OF STATE  
TALLAHASSEE, FL 32304

EXHIBITS, ETC.

T. BROWN MAR - 5 1996

**ARTICLES OF INCORPORATION**  
**OF**  
**SAREB, INC.**

FILED  
96 MAR -4 AM 8:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Articles of Incorporation executed by the undersigned for the purpose of forming a corporation under the Florida Business Corporation Act.

**ARTICLE I**

The name of this Corporation shall be Sareb, Inc., and the initial address of this Corporation shall be 1415 Hendry Street, Fort Myers, Florida 33901.

**ARTICLE II**

The Corporation shall have all of the common law and statutory powers and duties of a corporation for profit under the laws of the State of Florida, except as limited or modified by these Articles or Bylaws.

**ARTICLE III**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
1000	\$10.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors in the Corporation.

#### ARTICLE IV

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

#### ARTICLE V

The initial registered office of this Corporation shall be at 1415 Hendry Street, Fort Myers, Florida 33901, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Christopher N. Davies.

#### ARTICLE VI

This Corporation shall have at least one (1) Director, with the exact number to be fixed by the Bylaws.

#### ARTICLE VII

The name and address of the first Directors of the Corporation, who shall hold office for the first year or until successors are duly elected and qualified, shall be:

Christopher Kim Burns Jack  
2180 West First Street  
Fort Myers, Florida 33901

#### ARTICLE VIII

The name and address of the Incorporator is Christopher N. Davies, 1415 Hendry Street, Fort Myers, Florida 33901.

#### ARTICLE IX

The private property of the stockholders shall not be subject to payment of the corporate debts in any extent.

**ARTICLE X**

This corporation shall indemnify and insure its offices and Directors to the fullest extent permitted by law either now or hereafter.

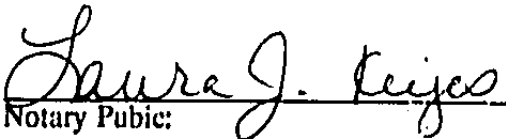
IN WITNESS WHEREOF, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 29<sup>th</sup> day of February, 1996.

  
\_\_\_\_\_  
Christopher N. Davies, Incorporator

STATE OF FLORIDA     )  
                                  ) §:  
COUNTY OF LEE        )

The foregoing Articles of Incorporation was acknowledged before me this 29<sup>th</sup> day of February, 1996, by Christopher N. Davies, who is personally known to me or has produced \_\_\_\_\_ (type of identification) as identification and who did (did not) take an oath.

WITNESS my hand and official seal in the State and County aforesaid this 29<sup>th</sup> day of February, 1996.

  
\_\_\_\_\_  
Notary Public:

My Commission Expires:




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

FILED  
96 MAR -4 AM 8:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with the laws of Florida, the following is submitted:

First, that Sareb, Inc., desiring to organize under the laws of the State of Florida, has named Christopher N. Davies, 1415 Hendry Street, Fort Myers, Florida 33901, as its statutory Registered Agent.

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as Registered Agent.

  
Christopher N. Davies, Registered Agent

Dated this 29 day of February, 1996.