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Handwritten signature: P600022839

ACCOUNT NO: 478 0000003E

REFERENCE #: 881477 805270

AUTHORIZATION #

COST LIMIT: \$ PREPAID

ORDER DATE: March 14, 1996

ORDER TIME: 10:17 AM

ORDER NO.: 881477

CUSTOMER NO: 80527A

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****122.50 ****122.50

CUSTOMER: George Vega, Esq
VEGA BROWN STANLEY MARTIN &
ZELMAN, P.A.
2660 Airport Road, South
Naples, FL 33962

DOMESTIC FILING

NAME: EBD, INC.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gwen J. Butler

EXAMINER'S INITIALS: _____

FILED
96 MAR 14 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
96 MAR 14 PM 1:08
DIVISION OF CORPORATION

T. BROWN MAR 15 1996

FILED
96 MAR 16 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
EBD, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be: EBD, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 800 Harbour Drive, Naples, Florida 33940
~~P.O. Box 338, Naples, FL 33939-0338.~~

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of Common Stock at par value of \$1.00.

ARTICLE IV. INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: Max A. Holcher, 800 Harbour Drive, Naples, Florida 33940.

ARTICLE V. INCORPORATOR(S)

The name and address of the incorporator to these Articles of Incorporation is: Max A. Holcher, 800 Harbour Drive, Naples, Florida 33940.

The undersigned has executed these Articles of Incorporation this 13 day of March, 1996.


Max A. Holcher

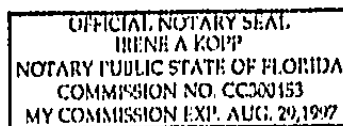
STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME, a Notary Public authorized to take acknowledgements, personally appeared Max A. Holcher, known to me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed said Articles of Incorporation for the uses and purposes expressed therein. He is personally known to me and did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on this 13 day of March, 1996.

(NOTARY SEAL)


Notary Public



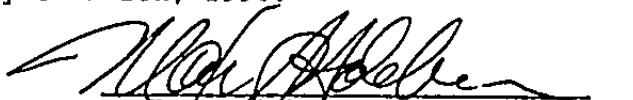
Irene A. Kopp
Printed Name of Notary

My commission expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept Service of Process for the above stated corporation, at the place designated in these Articles, 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, and I am familiar with and accept the obligations of my position as Registered Agent.

Dated this 13 day of March, 1996.


Max A. Holcher

gvArticles/Incorp