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 TO: DIVISION OF CORPORATIONS FROM: GEBHARDT & MILLER  
 DEPARTMENT OF STATE 2500 N TAMiami TRAIL  
 STATE OF FLORIDA PO BOX 9050 SUITE 205  
 409 EAST GAINES STREET NAPLES FL 33940- 3401-6194  
 TALLAHASSEE, FL 32399 CONTACT: STEPHINE L WATTS  
 FAX: (904) 922-4000 PHONE: (941) 263-3363  
 FAX: (941) 434-7767

((H96 0000 06025)) DOCUMENT TYPE: FLORIDA ~~NON~~ PROFIT CORPORATION  
 NAME: Plaza Walk of Collier County, Inc.  
 FAX AUDIT NUMBER: H9 60000 06025 CURRENT STATUS: REQUESTED  
 DATE REQUESTED: 4/29/1996 TIME REQUESTED: 14:33:37  
 CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 1  
 NUMBER OF PAGES: 4 METHOD OF DELIVERY: FAX  
 ESTIMATED CHARGE: \$78.75 ACCOUNT NUMBER: 071160001562

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4/30

FAX AUDIT NUMBER: H96000000026

**ARTICLES OF INCORPORATION  
OF  
PLAZA WALK OF COLLIER COUNTY, INC.**

The undersigned, being a natural person of the age of twenty-one (21) years or more and a subscriber to the shares of the Corporation to be organized hereunder, for the purpose of forming a corporation under Fla. Stat. Ch. 607, as amended, does hereby adopt the following Articles of Incorporation.

**ARTICLE I**

The name of the Corporation is PLAZA WALK OF COLLIER COUNTY, INC., and the street and mailing address of the Corporation is 2500 Tamiami Trail North, Suite 112, Naples, Florida 33940.

**ARTICLE II**

The street address of the initial registered office of the corporation shall be 2500 Tamiami Trail North, Suite 112, Naples, Florida 33940, and the name of the initial registered agent at that address shall be Harvey B. Hoffman.

**ARTICLE III**

The capital stock of the Corporation will consist of 200 shares of common stock, per value \$1.00 per share.

**ARTICLE IV**

The name and address of the incorporator is as follows:

Harvey B. Hoffman  
2500 Tamiami Trail N.  
Suite 112  
Naples, FL 33940

FAX AUDIT NUMBER: H96000000025

**PREPARED BY:**  
Robert C. Gebhardt, Esq.  
Gebhardt & Miller  
2500 Tamiami Trail N., #112  
Naples, Florida 33940  
(941) 263-3363  
Florida Bar No: 343749

FAX AUDIT NUMBER: H96000000020

#### **ARTICLE V**

The Board of Directors of the Corporation shall consist of not less than one (1) and not more than 3 persons who shall be elected at the first meeting of the stockholders, but the directors need not be stockholders. The property and business of the Corporation shall be managed and controlled by the Board of Directors. The names and addresses of the members of the first Board of Directors, who shall hold office until their successors are elected or appointed and have qualified are:

Harvey B. Hoffman  
216 Edgemore Way South  
Naples, Florida 33999

Director

Raymond J. DeAngelis  
13124 Valewood Drive  
Naples, Florida 33999

Director

#### **ARTICLE VI**

The nature of the business and the objects and purposes for which the Corporation is formed and which may be transacted, promoted and carried on by the Corporation are to do any and all business permitted under the laws of the State of Florida.

#### **ARTICLE VII**

The By-Laws of this Corporation may be amended, altered or repealed by the Board of Directors.

#### **ARTICLE VIII**

The private property of the shareholders of this Corporation shall not be subject to the payment of corporate debts, except to the extent of any unpaid balance of subscription of shares.

FAX AUDIT NUMBER: H96000000025

PREPARED BY:  
Robert C. Gebhardt, Esq.  
Gebhardt & Miller  
2500 Tamiami Trail N., #112  
Naples, Florida 33940  
(941) 263-3363  
Florida Bar No: 343749

## ARTICLE IX

## ARTICLE X

FAX AUDIT NUMBER: H96000008025

**PREPARED BY:**  
**Robert C. Gebhardt, Esq.**  
**Gebhardt & Miller**  
**2500 Tamiami Trail N., #112**  
**Naples, Florida 33940**  
**(941) 263-3363**  
**Florida Bar No: 343749**

FAX AUDIT NUMBER: H960000000026

committee. The right of indemnification herein provided shall not be exclusive of any other rights to which such director or officer may be lawfully entitled.

## ARTICLE XI

No holder of common shares of this Corporation shall be entitled of right to subscribe for, purchase or receive any part of any new or additional issue of stock of any class, whether now or hereafter authorized, or of any bonds, debenture, or other securities convertible into stock of any class, and all such additional shares of stock, bonds, debenture or other securities convertible into stock may be issued and disposed of by the Board of Directors to such person or persons and on such terms and for such consideration (so far as may be permitted by law) as the Board of Directors, in their absolute discretion, may deem advisable.

IN WITNESS WHEREOF, I have hereunto executed these Articles of Incorporation on this 29<sup>th</sup> day of April, 1996.

Harvey B. Hoffman

STATE OF FLORIDA  
COLLIER COUNTY

The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of April, 1986 by Harvey B. Hoffman who is personally known to me ~~or who has produced~~ as identification and who did (did not) take an oath.



Kimberly Ann Nair  
MY COMMISSION # CC518373 EXPIRES  
December 28, 1999  
BONDED THROUGH TROY FARM INSURANCE, INC.

**Notary Public**

Name:

**(Print or type)**

**Certificate No:**

**My commission expires:**

FAX AUDIT NUMBER: H98000008025

**PREPARED BY:**  
**Robert C. Gebhardt, Esq.**  
**Gebhardt & Miller**  
**2500 Tamiami Trail N., #112**  
**Naples, Florida 33940**  
**(941) 263-3383**  
**Florida Bar No: 343749**

**CERTIFICATE DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0505 Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

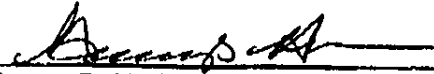
PLAZA WALK OF COLLIER COUNTY, INC.

2. The name and street address of the registered agent and registered office is:

Harvey B. Hoffman  
2500 Tamiami Trail North  
Suite 112  
Naples, Florida 33940

Having been named to accept service of process for the above 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, and I accept the duties and obligations of Section 607.0505 Florida Statutes.

Dated this 29<sup>th</sup> day of April, 1996.

  
Harvey B. Hoffman

FILED  
96 APR 30 PM 12:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA