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PRESERVE ACCOUNT NO. : 07210000032

REFERENCE: 966527 80537A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : May 24, 1996

ORDER TIME : 3:17 PM

ORDER NO. : 966527

CUSTOMER NO: 80537A

CUSTOMER: Gudrun M. Nickel, Esq GUDRUN M. NICKEL, ESQ

Suite 200 350 Fifth Avenue South

Naples, FL 33940

DOMESTIC FILING

NAME: AMY & ARTHUR, INC.

EFFECTIVE DATE:

XX 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: Victoria L. Perez

EXAMINER'S INITIALS:

DIVISION OF CORPORATE

100001935331 -05/27/96--01001--026

******70.00 ******70.00

GUDRUN MARIA NICKEL, P.A. ATTORNEY AT LAW

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

SUITE 200 550 FIFTH AVENUE HOUTH NAPLES, PLONIDA 33940

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FORT MYERS OFFICE THE TERRACES 8480-120 COLLEGE PARKWAY FORT MYERS, FLORIDA 38010-4878

BY APPOINTMENT ONLY

18L (941) 202-774# PAX (941) 202-7144 (8L/PAX (941) 434-9071

May 21, 1996

Secretary of State Division of Corporations Florida Department of State P.O. Box 6327 Tallahassee, Florida 32314

RE: AMY & ARTHUR, INC.

Dear Sir/Madam:

Enclosed are the Articles of Incorporation for the above-named corporation. (original and one copy) along with our check in the total amount of \$70.00 for filing (certified copy not required). Please return the file-stamped copy of the Articles to this office at your earliest convenience.

Sincerely.

Gudrun Maria Nickel, P.A.

GMN:hs

ARTICLES OF INCORPORATION OF AMY & ARTHUB, INC.

CHERTARY OF STATE DIVISION OF STATE DIVISION OF STATE AND STATES

J,

The undersigned hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I - Name

The name of the corporation is <u>AMY & ARTHUR, INC.</u> The principal place of business of the corporation is 479 Price Court, Marco Island, Florida 33937. The mailing address of the corporation is 479 Price Court, Marco Island, Florida 32937.

ARTICLE II - Commencement and Duration

The corporation is to commence its corporate existence on the date of filing, and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III - Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - Stated Capital - Classes of Stock

The corporation is authorized to issue 1,000 shares of common stock at \$1.00 par value.

ARTICLE V - Special Provisions

The corporation hereby makes the Subchapter S and IRC 1244 elections.

ARTICLE VI - Stock Ownership

In the event stock is held jointly by more than one person or entity, one owner of that jointly-held stock shall be designated as the owner authorized to cast his or her vote.

ARTICLE VII - Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall initially be managed under the direction of, the board of directors of corporation. There shall be two (2) initial director as follows:

JAN RYCL

479 Price Court Marco Island, Florida 33937 ROSEMARIE RYCL-REITH

479 Price Court

Marco Island, Florida 33937

ARTICLE VIII - Officers

The initial officer(s) of the corporation shall be as follows:

Rosemarie Rycl-Reith - President/Secretary/Trensurer

ARTICLE IX - Indemnification

The corporation shall indomnify any officer or director, or person exercising powers and duties of an officer or director, to the full extent now or hereafter permitted by law.

ARTICLE X - Bylaws

The power to adopt, after, amend or repeal bylaws shall be vested in the board of directors.

ARTICLE XI - Pre-emptive Rights

Every shareholder, upon the issuance of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share at the price at which it is offered to others.

ARTICLE XII - Amendment

The Articles of Incorporation may be amended at any time pursuant to the requirements of F.S. 607.0101 et seq., at any regular meeting or at a special meeting called for that purpose,

ARTICLE XIII - Incorporator

The name and address of the Incorporator to these articles of incorporation is:

Gudrun Maria Nickel, P.A. 350 Fifth Avenue South, #200 Naples, Florida 33940

ARTICLE XIV - Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 1201 Hayes Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is CORPORATION SERVICE COMPANY.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these articles of incorporation this day of May, 1996 GUDRUN/MARIA NICKEL GUDRÚN MARL. NICKEL, President STATE OF FLORIDA COUNTY OF COLLIER The foregoing instrument was subscribed to before me this 23nd day of May 1996, by GUDRUN MARIA NICKEL, President of GUDRUN MARIA NICKEL, P.A., to me personally known (or who produced as-identification), who stated under outh that she is the person described in and who executed said instrument for the purposes therein expressed, Jenda P. Brand Notary Public My Commission Expires: May 2, 1997 Linda R. Brand Notary Stamp/S Type or Print Notary Name CC282129 I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Karen B. Rozar, Its Agent, May 24, 1996