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PREMIER HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 978280 11056A

AUTHORIZATION :

*Patricia Pizzuto*

COST LIMIT : \$ 122.50

ORDER DATE : June 6, 1996

ORDER TIME : 10:16 AM

ORDER NO. : 978280

CUSTOMER NO: 11056A

CUSTOMER: Thomas F. Rizzo, Esq  
THOMAS F. RIZZO, ESQ

Suite J-2  
2340 Periwinkle Way  
Sanibel Island, FL 33957

400001858614

DOMESTIC FILING

NAME: SCRUFFY ENTERPRISES, 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: Victoria L. Perez

EXAMINER'S INITIALS:

*JP 6/6/96*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUN -6 PM 1:26

ARTICLES OF INCORPORATION  
OF  
SCRUFFY ENTERPRISES, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUN -6 PM 1:26

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: SCRUFFY ENTERPRISES, INC. The address of the principal office of this corporation shall be 8490 Beacon Boulevard, Fort Myers, Florida 33907, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of stock with a par value of One Dollar (\$1.00).

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 8490 Beacon Boulevard, Fort Myers, Florida 33907, and the name of the initial registered agent of the

corporation at that address is Roger J. Klier.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

This corporation elects to have preemptive rights.

ARTICLE VII. SPECIAL PROVISIONS

It is the intent of the Incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code.

ARTICLE VIII. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two (2) Directors, initially. The names and street addresses of the initial members of the Board of Directors are:

Roger J. Klier  
8490 Beacon Blvd.  
Fort Myers, FL 33907

Kathryn L. Klier  
8490 Beacon Blvd.  
Fort Myers, FL 33907

ARTICLE IX. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed

are:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

Roger J. Klier  
8490 Beacon Blvd.  
Fort Myers, FL 33907

President 96 JUN -6 PM 1:26

Kathryn L. Klier  
8490 Beacon Blvd.  
Fort Myers, FL 33907

Vice President, Secretary,  
Treasurer

ARTICLE X. INCORPORATOR

The name and street address of the incorporator to these  
Articles of Incorporation is:

Roger J. Klier  
8490 Beacon Blvd.  
Fort Myers, FL 33907

IN WITNESS WHEREOF, the undersigned incorporator of SCRUFFY  
ENTERPRISES, INC., has hereunto set his hand and seal this 5th  
day of June, 1996.

  
\_\_\_\_\_  
ROGER J. Klier

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

ROGER J. Klier, having been designated as the Registered Agent  
in the above and foregoing Articles, is familiar with and accepts  
the obligations of the position of Registered Agent.

  
\_\_\_\_\_  
ROGER J. Klier