

P96000048574

JENNIFER L. WHITELAW

*Attorney at Law*

800 HARBOR DRIVE  
SUITE 1000  
NAPLES, FLORIDA 34102-4451

(941) 882-1001  
TELEFAX (941) 881-0770

FILED

96 JUN -4 AM 9:09

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
AND RELATED CAUSES

VIA CERTIFIED MAIL #P 535 856 045

May 29, 1996

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

700001851217  
-05/05/96--01014--017  
\*\*\*122.50 \*\*\*122.50

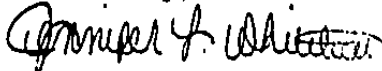
Re: Incorporation - Willoughby Development Group, Inc.

Dear Sir or Madam:

I enclose for filing the Articles of Incorporation for Willoughby Development Group, Inc. Please file immediately and return the certificate and all other corporate documents to the corporation c/o my office at the above address.

Also enclosed is my law office check for all government, filing, issue and certification fees.

Sincerely,



Jennifer L. Whitelaw

Enclosures - 2

cc: Mr. Joseph E. Willoughby

PH  
6/7/96

**Articles of Incorporation**  
**of**  
**Willoughby Development Group, Inc.**

**FILED**

96 JUN -4 AM 9:09

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned acting as incorporator of a corporation under the Florida Business Corporations Act adopts the following Articles of Incorporation of such corporation:

**ARTICLE I**  
**NAME**

The name of the corporation is Willoughby Development Group, Inc.  
The mailing address is c/o Law Offices of Jennifer L. Whitelaw, 800 Harbour Drive, Suite 1000, Naples, Florida 33940.

**ARTICLE II**  
**CORPORATE DURATION**

The period of its duration is perpetual.

**ARTICLE III**  
**PURPOSES**

The purpose is to offer building, construction and development services for real estate, and any other activity or business permitted under the laws of the United States and Florida.

**ARTICLE IV**  
**CAPITALIZATION**

The Corporation shall have the authority to issue 1,000 shares of common stock with \$1.00 par value.

**ARTICLE V**  
**REGISTERED OFFICE AND AGENT, INCORPORATOR**

The address of the initial registered office is Law Offices of Jennifer L. Whitelaw, 800 Harbour Drive, Suite 1000, Naples, Florida 33940, and the name of its initial registered agent and incorporator at said address is Jennifer L. Whitelaw.

**ARTICLE VI**  
**DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is one, whose name and address is:

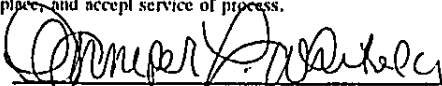
Joseph E. Willoughby, 14520 Dory Lane, Fort Myers, Florida 33908

Dated: May 28, 1996

  
Jennifer L. Whitelaw  
Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned designated as the registered agent hereby agrees to comply with the provisions of the Florida Business Corporation Act, to accept this capacity, maintain the designated place, and accept service of process.

  
Jennifer L. Whitelaw  
Registered Agent