

P96000050641

HARTER, SECRET & EMERY

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716 • 232-0500
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June 11, 1996

UPS NEXT DAY AIR

State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

000001860140
-06/12/96--01098--016
****122.50 ****122.50

Re: Deerbrook, Inc.

Gentlemen:

Enclosed herewith please find an original plus one (1) copy of the Articles of Incorporation for the above-referenced corporation. Please file the original and return the copy certified to me at your earliest convenience.

Our firm's check in the amount of \$122.50 is enclosed for the required filing fee.

If you have any questions or need additional information, please feel free to contact me.

Very truly yours,

HARTER, SECRET & EMERY

Thomas B. Garlick

JUN 13 1996

TBG/jpw
Enclosures

EFFECTIVE DATE
6-11-96

FILED
96 JUN 12 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
DEERBROOK, INC.

96 JUN 12 PM 1:59
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under Section 607.0202 of the Florida Business Corporation Act, does hereby certify as follows:

ARTICLE I

EFFECTIVE DATE
6-11-96

Corporate Name and Address

The name of the Corporation is Deerbrook, Inc. and the address of the principal office and mailing address of the Corporation is 800 Laurel Oak Drive, Suite 400, Naples, Florida 33963.

ARTICLE II

Corporate Purposes

The Corporation is organized to transact any and all lawful business authorized by the Florida Business Corporation Act.

ARTICLE III

Authorized Stock

The aggregate number of shares of the Corporation shall be 10,000, all of which are to be voting common stock having a par value of Fifty Cents (\$.50) per share.

ARTICLE IV

Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 800 Laurel Oak Drive, Suite 400, Naples, Florida 33963. The name of the initial registered agent of the Corporation at the registered office shall be Thomas B. Garlick.

ARTICLE V

Initial Board of Directors

The Initial Board of Directors of the Corporation shall be comprised of two (2) persons. The Directors shall be elected annually, in accordance with the By-laws. The number of Directors may be increased or decreased from time to time in accordance with the By-laws, but shall never be less than one (1). The names and addresses of the initial Directors to hold office until the first annual meeting of the Board of Directors, and until their successors shall have been elected and qualify are as follows:

John Rubinton
7033 Verde Way
Naples, Florida 33963

Duane DuCharme
7401 Bay Colony Drive
Naples, Florida 33963

ARTICLE VI

Incorporator

The name and address of the Incorporator of the Corporation is:

Jon Rubinton
7033 Verde Way
Naples, Florida 33963

ARTICLE VII

Commencement of Existence


The Corporation shall be deemed to commence on the date of execution of Articles of Incorporation.

ARTICLE VIII

Duration

The term of existence of the Corporation is perpetual.

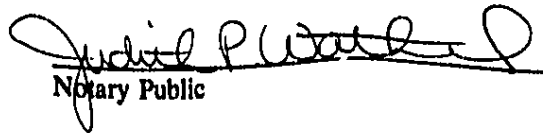
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 11th day of June, 1996.



Jon Rubinton
Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

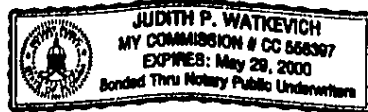
The foregoing instrument was acknowledged before me this 11th day of June, 1996 by Jon Rubinton, who is personally known to me or who has produced _____ as identification.



Notary Public

Judith T. Watkevich

Printed Name



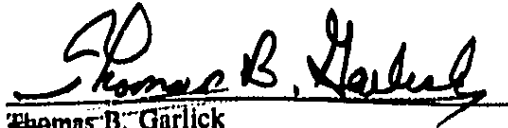
ACCEPTANCE OF REGISTERED AGENT

FOR

DEERBROOK, INC.

5200 1100
96 JUL 12 PM 1:59
TALLAHASSEE, FLORIDA

I, Thomas B. Garlick, having signed the within as registered agent of Deerbrook, Inc., (the "Corporation") at the registered address of 800 Laurel Oak Drive, Suite 400, Naples, Florida 33963, do hereby agree as registered agent to accept service of process, to keep an office of the Corporation open during the prescribed hours, and to post my name, and that any officer of the Corporation authorized to accept service of process at the above Florida designated address, in some conspicuous place in the office of the Corporation as required by law.



Thomas B. Garlick
REGISTERED AGENT



May 14, 1997

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Attn: New Filings

Re: Document #P96000050641

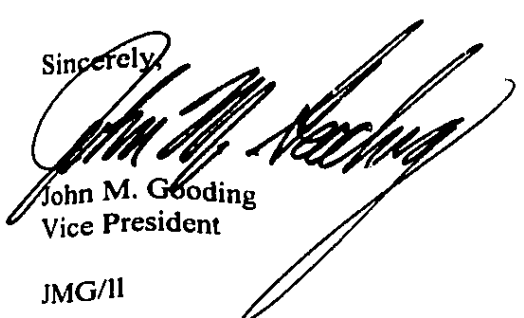
Gentlemen:

Please note that our new mailing address is as follows:

Deerbrook, Inc.
26336 Augusta Creek Court
Bonita Springs, FL 34134

Please ensure that all your files are updated accordingly. Thank you for your cooperation.

Sincerely,



John M. Gooding
Vice President

JMG/ll

