

P96000054700

Harter, Sequester, Limery
Requestor's Name
800 Laurel Oak Dr. Suite 400
Address
Naples, FL 33916-3278
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. R & D of Naples, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

EFFECTIVE DATE

6-25-96

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

JUN 27 1996

BSB

FILED
95 JUN 26 AM 10:30
TALLAHASSEE, FLORIDA
STATE

ARTICLES OF INCORPORATION

OF

R&D OF NAPLES, INC.

FILED
96 JUN 26 AM 10:30
SECRETARY OF STATE
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
6-25-96

Corporate Name and Address

The name of the Corporation is R&D of Naples, Inc. and the address of the principal office and mailing address of the Corporation is 26280 Mira Way, Bonita Springs, Florida 33923.

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. J.K.

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:

Jon Rubinton
26280 Mira Way
Bonita Springs, Florida 33923

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
26280 Mira Way
Bonita Springs, Florida 33923

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.

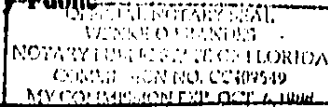
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing
Articles of Incorporation this 25 day of June, 1996.

[Signature]
Jon Rubinton,
Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 25 day of
June, 1996 by Jon Rubinton, who is personally known to me or who has produced
[Signature] as identification.

[Signature]
Notary Public



Printed Name

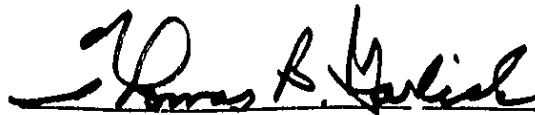
ACCEPTANCE OF REGISTERED AGENT

FOR

R&D OF NAPLES, INC.

FILED
96 JUN 26 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, Thomas B. Garlick, having signed the within as registered agent of R&D of Naples, 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

P96 0000 54700

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

RE:

RED OF Naples, Inc.

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service _____ Two Day Service _____

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

	C.C. FEE.	DISBURSED
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
() Cert. Copy(s)		
<input checked="" type="checkbox"/> Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s. _____ Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX ()		
pgs.		

SUBTOTALS _____

N. HENDRICKS DEC 31 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE			
TIME			
BY			CK No. _____

WALK-IN
Will Pick Up 12/31 1:00

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days. 15% per Annum

THANK YOU
from
Your Capital Connection

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
R&D OF NAPLES, INC.**

FILED
96 DEC 31 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R&D OF NAPLES, INC., a Florida corporation, organized and existing under the laws of the state of Florida, hereby certifies as follows:

Pursuant to written action of all of the Shareholders and members of the Board of Directors of the Corporation, in lieu of a special meeting, which vote was sufficient for approval, the following resolution was adopted on the 30th day of December, 1996, amending the Articles of Incorporation:

RESOLVED, that Article III of the Articles of Incorporation filed with the Secretary of State of Florida be amended as hereinafter set forth:

**"ARTICLE III
Capital Stock**

This Corporation is authorized to issue Twenty Thousand (20,000) shares of Fifty Cent (\$0.50) par value common stock, which shall be designated "Common Shares", as follows:

1. Ten Thousand (10,000) shares of voting common stock, which shall be designated "Voting Common Stock"; and

2. Ten Thousand (10,000) shares of nonvoting common stock, which shall be designated "Nonvoting Common Stock".

Other than the difference in voting rights described above, all shares of Common Stock shall have the same rights and preferences."

WHEREUPON, at Naples, Florida, this 30th day of December, 1996, the Corporation has caused its Vice President to execute

these Articles of Amendment to Articles of Incorporation so that,
on the filing hereof, the Articles of Incorporation shall be deemed
amended accordingly.

R&D OF MAPLES, INC., a Florida
corporation

By: J. A. Charnes
Duane DuCharme
Vice-President

-0285651.01