

1201 HAYS STREET
ALABAMA, AL 36101
904-580-5809
P96000058098



PRESTIGE HALL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 015227 7112555

AUTHORIZATION :

COST LIMIT : \$ ~~0.00~~ Prepaid

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 10 AM 11

ORDER DATE : July 10, 1996

ORDER TIME : 1:02 PM

ORDER NO. : 015227

CUSTOMER NO: 7112555

CUSTOMER: Ronald J. Nelson, Esq
RONALD J. NELSON, ESQ.

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-07/11/96--0101--006
*****122.50 *****122.50

Suite 201
200 Applebee Street
Barrington, IL 60010

DOMESTIC FILING

NAME: HENKE PROPERTY MANAGEMENT,
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: Clint D. Fuhrman

EXAMINER'S INITIALS:

RECEIVED
95 JUL 10 PM 4:43
DIVISION OF CORPORATIONS

CP
7/11/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 10 AM 10:11

ARTICLES OF INCORPORATION
OF
HENKE PROPERTY MANAGEMENT, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

1. NAME AND PRINCIPAL PLACE OF BUSINESS

The Name of the corporation shall be HENKE PROPERTY MANAGEMENT, INC.. The principal place of business of this corporation shall be 1380 Landmark Court, SW; Fort Myers, Lee County, Florida 33919.

2. 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, country, territory or nation.

3. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is ten thousand (10,000) shares of common stock having one dollar (\$1.00) par value per share.

4. REGISTERED OFFICE AND AGENT

The street address of the initial registered office shall be: 1380 Landmark Court, SW; Fort Myers, Lee County, Florida 33919, and the name of the initial registered agent of the corporation at that address is Carol J. Henke. The undersigned is the registered agent of the corporation and the undersigned is familiar with the obligations of a registered agent under Florida law and accepts the obligations of that position.

5. Incorporator

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

Carol J. Henke
1380 Landmark Court, SW
Fort Myers, Florida 33919.

6. INDEMNIFICATION

The corporation shall indemnify each Officer and Director, including former officers and directors, to the fullest extent permitted by law.

7. DIRECTORS

The business and affairs of this corporation shall be carried out by the Officers of the corporation, which shall be elected by the Board of Directors pursuant to the provisions of the By-laws of the corporation and which shall serve as provided in the By-laws. The number of Officers of the corporation may be either increased or decreased from time to time pursuant to the terms of the By-laws.

8. PREEMPTIVE RIGHTS

Each shareholder of the corporation shall have the right to purchase or subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that shareholder's prorata portion of the following:

A. Any stock or class of stock that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereto or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or

B. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation or any class or classes, or to which is attached or pertinent to any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the corporation stating the price, terms and conditions of the issue of shares and inviting the shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the shareholder.

10. BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in both the Board of Directors and the shareholders. By-laws adopted, altered, amended or repealed by the shareholders of the corporation may not be repealed, altered, amended or readopted by the Board of Directors if the shareholders so provide.

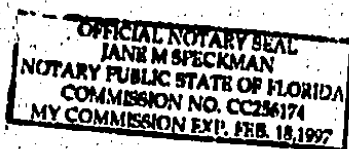
The undersigned Incorporator and Registered Agent has signed these Articles of Incorporation on this 10 day of July, 1996.

Carol J. Henke
Carol J. Henke

Incorporator and Registered Agent,
who is familiar with and accepts the
obligations of a registered agent under
Florida law.

STATE OF FLORIDA)
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 10th day of July, 1996, by
Carol J. Henke who is either (1) personally known to me or (2) who has produced _____
as identification.



Jane M. Speckman

Signature of Person Taking Acknowledgement

JANE M. SPECKMAN

Name of Acknowledger Typed, Printed or Stamped
Title or Rank: Notary Public At Large, Florida
Serial Number, if any:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 10 AM 10:11