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SIESKY, PILON & WOOD

a partnership of professional associations

ATTORNEYS AT LAW

JAMES A. PILON, P.A.
Board Certified Real Estate Attorney
JAMES H. SIESKY, P.A.
DOUGLAS A. WOOD, P.A.

SUITE 201, THE FAIRWAY BUILDING
1000 TAMiami TRAIL NORTH
NAPLES, FLORIDA 33940

July 31, 1996

EFFECTIVE DATE

7-31-96

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***122.50 ***122.50

State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Taylor Road Partners, Inc.

To Whom It May Concern:

Enclosed are the Articles of Incorporation for the above mentioned corporation along with a check in the amount of \$122.50 which I understand to be the filing fee for same.

Please file the enclosed with the State of Florida and return proof of filing to this office.

Very truly yours,

James H. Siesky
James H. Siesky

JHS/raf

EFFECTIVE DATE

7.31.96

**ARTICLES OF INCORPORATION
OF**

TAYLOR ROAD PARTNERS, INC.

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, Florida Statutes, Section 607, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is Taylor Road Partners, Inc.

ARTICLE II

Duration

The Corporation is to exist perpetually commencing on the date of execution of these Articles of Incorporation.

ARTICLE III

Purpose

The purpose is to engage in any and all business activities permitted under the laws of the United States and the State of Florida.

ARTICLE IV

Capital Stock

The corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares all of one class, at \$1.00 par value common stock.

ARTICLE V

Initial Registered Office and Registered Agent

The name and address of the initial registered agent and office of this corporation is as follows:

James H. Siesky
SIESKY, PILON & WOOD
1000 North Tamiami Trail
Suite 201
Naples, FL 33940

The initial street address of the principal office of the corporation in the State of Florida will be: 2015 A Elsa Street, Naples, Florida 34109.

ARTICLE VI

Initial Board of Directors

The initial Board of Directors shall consist of three (3) directors initially. The number of directors may be either increased or decreased from time to time by the Bylaws.

The name and address of the initial directors of this corporation are:

Michael Del Duca
6001 Janes Lane
Naples, FL 34109

Anthony Del Duca
2015 A Elsa Street
Naples, FL 34109

John Griffith
2130 Corporation Blvd.
Naples, FL 34109

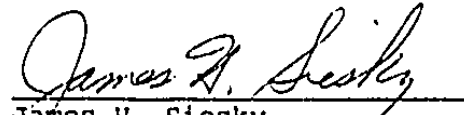
ARTICLE VII

Incorporators

The name and address of the person signing these Articles of Incorporation is:

James H. Siesky
SIESKY, PILON & WOOD
1000 North Tamiami Trail
Suite 201
Naples, Florida 33940

IN WITNESS WHEREOF, I have subscribed my name this 31st day of July, 1996.

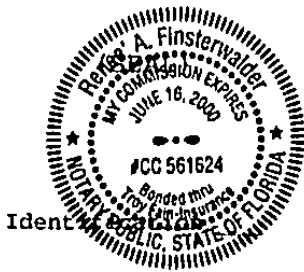

James H. Siesky

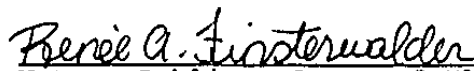
STATE OF FLORIDA

COUNTY OF COLLIER

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the state aforesaid and in the county aforesaid to take acknowledgements, personally appeared James H. Siesky known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the county and state last aforesaid this 31st day of July, 1996.




Notary Public - State of Florida
Renee A. Finsterwalder
(Print Commissioned Name of Notary Public)
Did _____ Did Not X Take An Oath
Personally Known X OR Produced
Type of Identification Produced

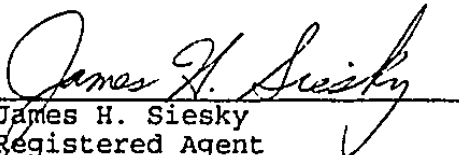
DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is Taylor Road Partners, Inc.
2. The name of the registered agent is James H. Siesky.
3. The address of the registered agent/registered office is Siesky, Pilon & Wood, 1000 North Tamiami Trail, Suite 201, Naples, FL 34102

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


James H. Siesky
Registered Agent

Date: July 31 1996.