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Michael J. McAliney, P.A.

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Suite D-306

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Telephone 941.435.9399 Fax 941.434.7613

October 24, 1996

Florida Department of State

Division of Corporations

409 East Gaines Street

Tallahassee, FL 32399

100001991001--6

-10/30/96--01101--005

\*\*\*\*\*78.75 \*\*\*\*\*78.75

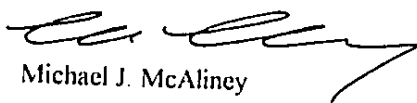
*Via Regular Mail*

Re Incorporation of Carson Pass, Inc.

Dear Madam or Sir

Please find enclosed the following: 1) an original and one copy of the Articles of Incorporation; 2) a Certificate of Designation of Registered Office and Registered Agent; and 3) a check for \$78.75, which includes \$8.75 for a certificate of status. Please send the certificate of status to the address above. Thank you

Sincerely,

  
Michael J. McAliney

RECEIVED  
DIVISION OF CORPORATIONS  
FLORIDA  
TALLAHASSEE  
OCT 30 PM 1:46  
1996

**Articles of Incorporation  
of  
Carson Pass, Inc.**

FILED  
96 OCT 30 PM 1:45  
CLERK  
STATE  
FLORIDA

**I. Name**

The name of the corporation is Carson Pass, Inc.

**II. Duration**

The term of existence of the corporation is perpetual.

**III. Principal Office and Mailing Address**

The principal place of business of the corporation is 501 Goodlette Road North, Suite D-306, Naples, Florida, 34102. The mailing address of the corporation is the same.

**IV. Registered Office and Registered Agent**

The corporation's initial registered office is at 501 Goodlette Road North, Suite D-306, Naples, Florida, 34102. The initial registered agent at the registered office is Michael J. McAliney.

**V. Authorized Shares**

The corporation is authorized to issue one hundred (100) shares of common stock with a par value of one dollar (\$1.00) per share.


**VI. Directors**

The business of the corporation shall be managed by the shareholders without a Board of Directors.

**VII. Incorporators**

The name and mailing address of the incorporator is: Michael J. McAliney, 501 Goodlette Road North, Suite D-306, Naples, Florida, 34102.


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on October 28, 1996

  
Michael J. McAliney

**Certificate of Designation of  
Registered Office and Registered Agent**

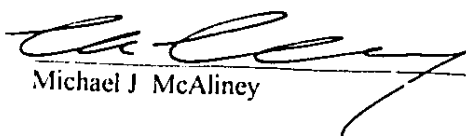
Pursuant to the provisions of section 607 0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating the registered office and registered agent in the State of Florida.

- 1 The name of the corporation is Carson Pass, Inc.
- 2 The address of the registered office is 501 Goodlette Road North, Suite D-306, Naples, Florida, 34102
- 3 The name of the registered agent at the registered office is Michael J McAliney

  
Carson Pass, Inc  
By Doyne S Basye - President

10-28-96  
Date

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, 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.

  
Michael J McAliney

10/28/96  
Date

RECEIVED  
OCT 30 PM 1:45  
CLERK