

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-9171
904-222-0393 FAX

800-342-8086



PRENTICE HALL

LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 163317 7103152

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$ 70.00

ORDER DATE : November 21, 1996

ORDER TIME : 11:18 AM

600002011416--5

ORDER NO. : 163317-005

CUSTOMER NO: 7103152

CUSTOMER: Harold J. Webre, Esq
GOODLETTE COLEMAN & JOHNSON,
P.A.
Suite 300
4001 Tamiami Trail North
Naples, FL 33940-3556

DOMESTIC FILING

NAME: SWISSWAY OF NAPLES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint Fuhrman

EXAMINER'S INITIALS:

FILED
96 NOV 21 PM 2:22
TALLAHASSEE, FLORIDA

RECEIVED
96 NOV 21 PM 1:25
Dmc
11/21/96

**ARTICLES OF INCORPORATION
OF
SWISSWAY OF NAPLES, INC.**

FILED
96 NOV 21 PM 2:22
TALLAHASSEE, FLORIDA

**ARTICLE I
CORPORATE NAME**

The name of the Corporation is: SWISSWAY OF NAPLES, INC., a Florida corporation.

**ARTICLE II
CAPITAL STOCK AND SHAREHOLDERS**

The aggregate number of shares which this Corporation shall have authority to issue is TEN THOUSAND (10,000) shares of common stock, the par value of each such share being ONE CENT (\$.01). The initial issuance of common stock shall be ONE HUNDRED (100) shares, with the initial shareholders and their respective stock holdings as follows:

<u>Name</u>	<u>Number of Shares Held</u>
Marc Dincer	100

**ARTICLE III
INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial Board of Directors of the Corporation is one (1), and the names and addresses of the persons who shall serve as members of the Board of Directors until the election of their successors are as follows:

<u>Name</u>	<u>Address</u>
Marc Dincer	5205 Old Gallows Way Naples, Florida 34105

ARTICLE IV
INITIAL OFFICERS

The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President, Vice President, Secretary and Treasurer,	Marc Dincer	5205 Old Gallows Way Naples, Florida 34105

ARTICLE V
INCORPORATOR

The sole incorporator of the Corporation is Marc Dincer, whose address is 5205 Old Gallows Way, Naples, Florida 34105.

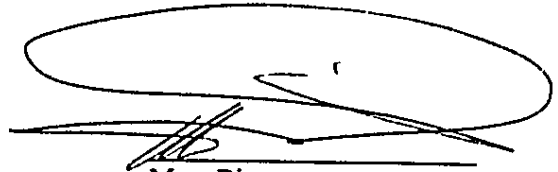
ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is: 4001 Tamiami Trail North, Suite 300, Naples, Florida 33940, and the name of the initial registered agent of this Corporation at that address is: Harold J. Webre, Esquire.

ARTICLE VII
PRINCIPAL OFFICE

The address of the principal office of this Corporation shall be: 5205 Old Gallows Way, Naples, Florida 34105.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of
Incorporation on this 20th day of November, 1996.

A handwritten signature in black ink, consisting of a large, loopy 'M' followed by a stylized 'D' and a horizontal line.

Marc Dincer,
Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED

96 NOV 21 PM 2:22

TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 48.091, AND SECTION 607.0501, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

THAT SWISSWAY OF NAPLES, INC., desiring to organize or qualify under the laws of
the State of Florida, with its principal place of business located at 5205 Old Gallows Way, Naples,
Florida 34105, has named Harold J. Webre, Esquire, located at 4001 Tamiami Trail North, Suite
300, Naples, Florida 33940, as its registered agent to accept service of process within Florida.

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

Dated: November 20, 1996


Harold J. Webre