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networks

PRESTICE HALL
LEGAL & FINANCIAL SERVICES

P960000099386

ACCOUNT NO. : 072100000032

REFERENCE : 180368 9563A

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Payette

ORDER DATE : December 9, 1996

ORDER TIME : 10:41 AM

ORDER NO. : 180368-005

CUSTOMER NO: 9563A

800002023458--1

CUSTOMER: Ms. Janet Wilkinson
BUDD & ZUCCARO

Suite 201
3033 Riviera Drive
Naples, FL 33940

DOMESTIC FILING

NAME: DK HOLDINGS OF NAPLES, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail Williams

EXAMINER'S INITIALS:

FILED
96 DEC -9 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 DEC -9 PM 12:19
DIVISION OF CORPORATION
Dmc
12/10/96

FILED

96 DEC -9 AM 10: 57

**ARTICLES OF INCORPORATION
OF
DK HOLDINGS OF NAPLES, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

1. NAME.

The name of the Corporation is DK HOLDINGS OF NAPLES, INC. (the "Corporation").

2. PRINCIPAL OFFICE.

The principal place of business and mailing address of this Corporation is 4099 Tamiami Trail North, Fourth Floor, Naples, Florida 34103.

3. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business with all the powers permitted under the laws of the State of Florida.

4. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding is 7,500 shares of common stock having a par value of \$1.00 per share.

5. TERM OF EXISTENCE.

This Corporation shall have perpetual existence.

6. INITIAL REGISTERED OFFICE AND AGENT.

The street address of the initial registered office of this Corporation and the name of its initial registered agent at that office is:

David G. Budd
3033 Riviera Drive, Suite 201
Naples, Florida 34103

7. INITIAL DIRECTOR.

The name of the Initial Director of this Corporation and his street address is:

Sheldon W. Starman
4099 Tamiami Trail North, Fourth Floor
Naples, Florida 34103

The person named as the Initial Director shall hold office until the first Annual Meeting of the Shareholders of this Corporation, and thereafter until his successor is chosen and qualified, or until his earlier resignation or removal.

8. INCORPORATOR.

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

David G. Budd
3033 Riviera Drive, Suite 201
Naples, Florida 34103

10. AMENDMENT.

This Corporation reserves the right to amend or repeal any and all provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed the foregoing this 6th day of December, 1996.

INCORPORATOR:



David G. Budd

Registered Agent:

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated above, 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.

David G. Budd
David G. Budd

FILED
96 DEC -9 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 6th day of December, 1996, by David G. Budd. He is personally known to me.

Janet L. Wilkinson
Notary Public
Printed Name _____
Commission No. _____
My Commission expires _____

(SEAL)

OFFICIAL NOTARY SEAL
JANET L. WILKINSON
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC333792
MY COMMISSION EXP. DEC. 5, 1997