

P96000103635

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

EFFECTIVE DATE
12-26-96

RE: Ivy Pointe Inc.

	C.C. FEE.	DISBURSED
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
<input checked="" type="checkbox"/> Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
9000012038919--4		
Name Reservation	-12/27/96--01034--006	
Annual Report/Reinstatement	*****70.00 *****70.00	
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		

SUBTOTALS

FEE.....

DISBURSED.....

SURCHARGE.....

TAX on corporate supplies.....

SUBTOTAL.....

PREPAID.....

BALANCE DUE.....

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY DAD _____

WALK-IN

Will Pick Up 12-27 1140

Please remit invoice number with payment

TERMS: NET 10 DAYS FROM INVOICE DATE

1 1/2% per month on Past Due Amounts

Past 30 Days, 10% per Annum

THANK YOU

from

Your Capital Connection

B. REGISTER DEC 27 1996

EFFECTIVE DATE
12-26-96
ARTICLES OF INCORPORATION

OF
IVY POINTE, INC.

FILED
96 DEC 27 AM 9:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under Section 607.0202 of the Florida Business Corporation Act, does hereby certify as follows:

ARTICLE I

Corporate Name and Address

The name of the Corporation is Ivy Pointe, Inc. and the address of the principal office and mailing address of the Corporation is 9051 Tamiami Trail, Suite 202, Naples, Florida 34108.

ARTICLE II

Corporate Purposes

The Corporation is organized to transact any and all lawful business authorized by the Florida Business Corporation Act.

ARTICLE III

Authorized Stock

The aggregate number of shares of the Corporation shall be 10,000, all of which are to be voting common stock having a par value of Fifty Cents (\$.50) per share.

ARTICLE IV

Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 8889 Pelican Bay Blvd., Suite 300, Naples, Florida 34108. The name of the initial registered agent of the Corporation at the registered office shall be Bruce G. Fedor.

ARTICLE V

Initial Board of Directors

The initial Board of Directors of the Corporation shall be comprised of two (2) persons. The Directors shall be elected annually, in accordance with the By-laws. The number of Directors may be increased or decreased from time to time in accordance with the By-laws, but shall never be less than one (1). The names and addresses of the initial Directors to hold office until the first annual meeting of the Board of Directors, and until their successors shall have been elected and qualify are as follows:

Paula J. Davis
9051 Tamiami Trail, Suite 202
Naples, Florida 34108

John W. Frasco
9051 Tamiami Trail, Suite 202
Naples, Florida 34108

ARTICLE VI

Incorporator

The name and address of the Incorporator of the Corporation is:

Bruce G. Fedor
8889 Pelican Bay Blvd., Suite 300
Naples, Florida 34108

ARTICLE VII

Commencement of Existence

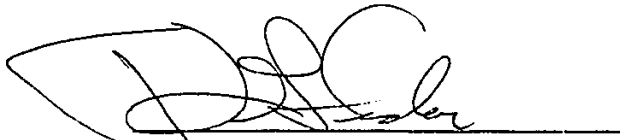
The Corporation shall be deemed to commence on the date of execution of Articles of Incorporation.

ARTICLE VIII

Duration

The term of existence of the Corporation is perpetual.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 26 day of December, 1996.



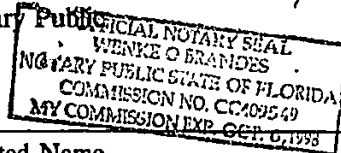
Bruce G. Fedor
Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 26 day of December, 1996
by Bruce G. Fedor, who is personally known to me.



Notary Public



Printed Name

ACCEPTANCE OF REGISTERED AGENT

FOR

IVY POINTE, INC.

FILED

96 DEC 27 AM 9:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, Bruce G. Fedor, having signed the within as registered agent of Ivy Pointe, Inc., (the "Corporation") at the registered address of 8889 Pelican Bay Blvd., Suite 300 Naples, Florida 34108, do hereby agree as registered agent to accept service of process, to keep an office of the Corporation open during the prescribed hours, and to post my name, and that any officer of the Corporation authorized to accept service of process at the above Florida designated address, in some conspicuous place in the office of the Corporation as required by law.

A handwritten signature in black ink, appearing to read 'Bruce G. Fedor', is written over a horizontal line.

Bruce G. Fedor
REGISTERED AGENT