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January 17, 1997

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

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-01/28/97--01041--005
*****70.00 *****70.00

Re: Articles of Incorporation for A&N of Marco, Inc.

Dear Sir/Madam:

Enclosed is an original and one copy of Articles of Incorporation for A&N of Marco, Inc.
Also enclosed is a check in the amount of \$70.00 to cover the filing fees and registered agent designation fee.

Upon filing, please provide us with a file stamped copy of the Articles. Thank you for your assistance in this matter.

Very truly yours,

Louis W. Cheffy

Louis W. Cheffy
For the Firm

Enclosures

cc: Mr. Jack J. Antaramian
Mr. Charles J. Thomas
Edward K. Cheffy, Esq.

FILED
97 JAN 27 AM 11:18
SECRET
TALLAHASSEE, FLORIDA

KR
1-31-97

**ARTICLES OF INCORPORATION
OF
A&N OF MARCO, INC.
a Florida corporation**

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TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation is A&N of Marco, Inc., a Florida corporation ("Corporation").

ARTICLE II

The Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares in the aggregate, which shares shall be of a single class of common stock and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE III

The street address of the initial registered office of the Corporation is 821 Fifth Avenue South, Suite 201, Naples, Florida 34102 and the name of its initial Registered Agent at such address is Louis W. Cheffy. The street address of the principal office of the Corporation is located at 405 Fifth Avenue South, Suite 6, Naples, Florida 34102.

ARTICLE IV

The Corporation shall have at least one (1) Director. The initial Board of Directors of the Corporation shall be comprised of one (1) Director whose name and address is:

Jack J. Antaramian
405 Fifth Avenue South, Suite 6
Naples, Florida 34102

ARTICLE V

The name and address of the incorporator is:

Louis W. Cheffy
Cheffy, Passidomo, Wilson & Johnson, LLP
821 Fifth Avenue South, Suite 201
Naples, Florida 34102

Beth D. Lightner
MY COMMISSION # CC-690408 EXPIRES
October 4, 1997
BONDED THRU TROY FAIR INSURANCE, INC.

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

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

That A&N of Marco, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 405 Fifth Avenue South, Suite 6, Naples, Florida 34102, has named Louis W. Cheffy, Cheffy, Passidomo, Wilson & Johnson, LLP, 821 Fifth Avenue South, Suite 201, Naples, Florida 34102, as its agent to accept service of process within Florida.

A&N of Marco, Inc., a Florida corporation

By:
Louis W. Cheffy, Incorporator
Date: January 17, 1997

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

By:
Louis W. Cheffy
Date: January 17, 1997

FILED
97 JAN 27 AM 11:19
TALLAHASSEE, FLORIDA
SEC. OF STATE