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ACCOUNT NO. : 072100000032  
REFERENCE : 250292 4376832  
AUTHORIZATION : Patricia Pizutto  
COST LIMIT : \$ 78.75

ORDER DATE : February 5, 1997

ORDER TIME : 8:56 AM

ORDER NO. : 250292-005

CUSTOMER NO: 4376832

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CUSTOMER: George L. Consoer, Jr., Esq  
HUMPHREY & KNOTT

3rd Floor  
1625 Hendry Street  
Ft. Myers, FL 33901

DOMESTIC FILING

NAME: BAYSIDE PARTNERS, 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  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

FILED  
97 FEB -6 PM 3:26  
RECEIVED  
97 FEB -6 PM 1:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATION

KE  
2-6-97

**FLORIDA DEPARTMENT OF STATE**  
Sandra B. Mortham  
Secretary of State

January 23, 1997

BERT L. JENKS  
5838 FINE TREE DRIVE  
SANIBEL, FL 33957

The name BAYSIDE PARTNERS, INC. has been reserved for 120 days beginning January 23, 1997. The reservation number is R9700000321 and this reservation is ~~NON-RENEWABLE~~.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will ~~AGAIN~~ be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Tracy Smith

Letter number: 097A00003297

ARTICLES OF INCORPORATION  
OF  
BAYSIDE PARTNERS, INC.

FILED  
97 FEB -6 PM 3:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BAYSIDE PARTNERS, INC.

The address of the principal office of this corporation shall be 5830 Pine Tree Drive, Sanibel, Florida 33957, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$.01 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Bert L. Jenks  
Dir./Pres./Sec./Treas.

5830 Pine Tree Drive  
Sanibel, Florida 33957

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company, on February 6, 1997.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar

Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Florida corporation to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar

Its Agent, Karen B. Rozar

LRD/wce

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA