

P97000019301

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Reply to Naples

February 24, 1997

Via U.P.S. Overnight Mail

State of Florida  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

700002097267--8  
-02/25/97--01122--002  
\*\*\*\*122.50 \*\*\*\*122.50

Re: R&D of Captiva, Inc.

EFFECTIVE DATE  
2-24-97

Gentlemen:

Enclosed herewith please find an original and one copy of the Articles of Incorporation for the above- referenced corporation. Please file the original and return the copy certified to me at your earliest convenience.

Our firm's check in the amount of \$122.50 is enclosed for the required filing fee. If you have any questions or need additional information, please feel free to contact me.

Very truly yours,

ANNIS, MITCHELL, COCKEY  
EDWARDS & ROEHN, P.A.

bm Garlick  
Thomas B. Garlick

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

97 FEB 25 AM 11:59

FILED

TBG/jpw  
Enclosures

Dmg  
3/3/97

ARTICLES OF INCORPORATION  
OF  
R&D OF CAPTIVA, INC.

FILED  
97 FEB 25 AM 11:59  
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

EFFECTIVE DATE  
2-24-97

The name of the Corporation is R&D of Captiva, Inc. and the street address of the Corporation is 26210 Mira Way, Bonita Springs, Florida 34134.

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 Boulevard, Suite 300, Naples, Florida 34108. The name of the initial registered agent of the Corporation at the registered office shall be Thomas B. Garlick.

ARTICLE V

Initial Board of Directors

The initial Board of Directors of the Corporation shall be comprised of two (2) people.

The names and addresses of the initial Directors are as follows:

Mr. Jon Rubinton  
26210 Mira Way  
Bonita Springs, Florida 34134

Mr. Gregory DuCharme  
7401 Bay Colony Drive  
Naples, Florida 34108

ARTICLE VI

Incorporator

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

Thomas B. Garlick, Esq.  
8889 Pelican Bay Boulevard, 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 24 day of February, 1997.

  
Thomas B. Garlick,  
Incorporator

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 24 day of February, 1997,  
by Thomas B. Garlick, who is personally known to me.

Judith P. Watkevich  
Notary Public

Judith P. Watkevich  
Printed Name



ACCEPTANCE OF REGISTERED AGENT

FOR

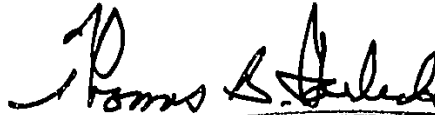
R&D OF CAPTIVA, INC.

FILED

97 FEB 25 AM 11:59

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, Thomas B. Garlick, having signed the within as registered agent of R&D of Captiva, Inc., (the "Corporation") at the registered address of 8889 Pelican Bay Boulevard, 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.



Thomas B. Garlick, Esq.  
REGISTERED AGENT