

**CORPORATE
ACCESS,
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

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Profit

1.) Calusa Shell Corp.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

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(CORPORATE NAME & DOCUMENT #)

10.) _____
(CORPORATE NAME & DOCUMENT #)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:

Calusa Shell Corp.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

16650 McGregor Blvd., Ste. 102
Fort Myers, Florida 33908-3844

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Marie E. Keohane
16650 McGregor Blvd., Ste. 102
Fort Myers, Florida 33908-3844

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TALLAHASSEE

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Edward L. Keohane, President, Secretary
18499 Cutlass Drive, Fort Myers Beach, FL 33931

Marie E. Keohane, Vice President, Treasurer
18499 Cutlass Drive, Fort Myers Beach, FL 33931

Mark W. Keohane, Director
18499 Cutlass Drive, Fort Myers Beach, FL 33931

Karlene Keohane Cordero, Director
18499 Cutlass Drive, Fort Myers Beach, FL 33931

Michael S. Keohane, Director
18499 Cutlass Drive, Fort Myers Beach, FL 33931

Edward S. Keohane, Director
18499 Cutlass Drive, Fort Myers Beach, FL 33931

Susann M. Keohane, Director
18499 Cutlass Drive, Fort Myers Beach, FL 33931

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

1st day of April, 19 97.

Marie E. Keohane
Signature

Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Calusa Shell Corp.
2. The name and address of the registered agent and office is:

Marie E. Keohane

(NAME)

16650 McGregor Blvd., Ste. 102

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Fort Myers, Florida 33908-3844

(CITY/STATE/ZIP)

REC
TALLAHASSEE
FLORIDA

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

Marie E. Keohane
(SIGNATURE)

April 1, 1997
(DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314