



THE UNITED STATES
CORPORATION
COMPANY

P97000044521

ACCOUNT NO. : 072100000032

REFERENCE : 398036 7103152

AUTHORIZATION

COST LIMIT : \$ 70.00

Patricia Pajot

ORDER DATE : May 20, 1997

ORDER TIME : 9:57 AM

ORDER NO. : 398036-005

CUSTOMER NO: 7103152

400002185064--5

CUSTOMER: Harold J. Webre, Esq
GOODLETTE COLEMAN & JOHNSON,
P.A.
Suite 300
4001 Tamiami Trail North
Naples, FL 34103

DOMESTIC FILING

NAME: 3LM OF NAPLES, 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
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS: _____

TALLAHASSEE, FLORIDA
MAY 20 1997
9:57 AM

97MAY20 9:57 AM
DANIEL W. LEGGETT

6

MAY 20 1997

**ARTICLES OF INCORPORATION
OF
3LM OF NAPLES, INC.**

FILED
97 MAY 20 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
CORPORATE NAME**

The name of the Corporation is: 3LM OF NAPLES, INC., a Florida corporation.

**ARTICLE II
CAPITAL STOCK AND SHAREHOLDERS**

The aggregate number of shares which this Corporation shall have authority to issue is TEN THOUSAND (10,000) shares of common stock, the par value of each such share being ONE CENT (\$.01). The initial issuance of common stock shall be ONE THOUSAND (1,000) shares, with the initial shareholders and their respective stock holdings as follows:

<u>Name</u>	<u>Number of Shares Held</u>
Charles M. Lykins	368
Paul D. Lykins	316
Anthony W. Lykins	158
Richard A. Matheis	158

**ARTICLE III
INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial Board of Directors of the Corporation is four (4), and the names and addresses of the persons who shall serve as members of the Board of Directors until the election of their successors are as follows:

<u>Name</u>	<u>Address</u>
Charles M. Lykins	5920 Shirley Street Naples, Florida 34109

Paul D. Lykins	5920 Shirley Street Naples, Florida 34109
Anthony M. Lykins	5920 Shirley Street Naples, Florida 34109
Richard A. Matheis	203 Bahia Pt. Naples, Florida 34103

ARTICLE IV INITIAL OFFICERS

The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	Charles M. Lykins	5920 Shirley Street Naples, Florida 34109
Vice President	Paul D. Lykins	5920 Shirley Street Naples, Florida 34109
Secretary	Anthony W. Lykins	5920 Shirley Street Naples, Florida 34109
Treasurer	Richard A. Matheis	203 Bahia Pt. Naples, Florida 34103

ARTICLE V INCORPORATOR

The sole incorporator of the Corporation is Charles M. Lykins, whose address is 5920 Shirley Street, Naples, Florida 34109.

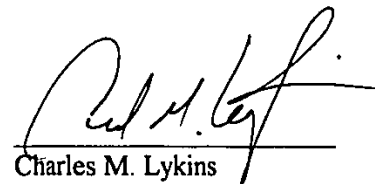
ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is: 4001 Tamiami Trail North, Suite 300, Naples, Florida 34103, and the name of the initial registered agent of this Corporation at that address is: Harold J. Webre, Esquire.

ARTICLE VII
PRINCIPAL OFFICE

The address of the principal office of this Corporation shall be: 5920 Shirley Street,
Naples, Florida 34109.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of
Incorporation on this 19th day of May, 1997.



Charles M. Lykins
Incorporator

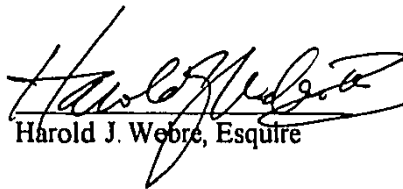
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, AND SECTION 607.0501, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

THAT 3LM OF NAPLES, INC., desiring to organize or qualify under the laws of the
State of Florida, with its principal place of business located at 5920 Shirley Street, Naples, Florida
34109, has named Harold J. Webre, Esquire, located at 4001 Tamiami Trail North, Suite 300,
Naples, Florida 34103, as its registered agent to accept service of process within Florida.

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 agree to 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.

Dated: May 19, 1997


Harold J. Webre, Esquire

F: 3LM.ART

97 MAY 20 AM 11:15
TALLAHASSEE, FLORIDA