

**J. KEVIN DRAKE, P.A.**  
ATTORNEYS AT LAW

**J. KEVIN DRAKE**  
**JOSHUA E. REYNOLDS**

1343 MAIN STREET  
SUITE 204  
SARASOTA, FLORIDA 34236  
PHONE (941) 954-7750  
FAX (941) 951-1509

*97000046324*

May 21, 1997

Via Overnight

Secretary of State  
State of Florida  
Corporation Department  
409 E. Gaines Street  
Tallahassee, Florida 32399

900002188569--5  
-05/22/97--01110--008  
\*\*\*\*245.00 \*\*\*\*122.50

Re: Lido Capital Leasing Corporation; and  
Lido Capital Investment Corporation

Dear Sir or Madam:

Enclosed you will find the Articles of Incorporation for the above-referenced corporations, fully executed, for filing with the Florida Secretary of State.

Our trust account check # 8732 made payable to the Florida Secretary of State in the amount of \$245.00 for the cost of filing said Articles is enclosed. Please forward a certified copy of the Articles to the undersigned.

Thank you for your assistance and please do not hesitate to call me if you have any questions.

Very truly yours,

*J. Kevin Drake*  
J. KEVIN DRAKE

JKD/tlp  
Encls.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAY 22 AM 8:57

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**ARTICLES OF INCORPORATION**  
**OF**  
**LIDO CAPITAL LEASING CORPORATION**

These Articles of Incorporation are made and subscribed for the purposes of organizing a corporation for profit under the Florida General Corporation Act, Chapter 607, Florida Statutes.

**ARTICLE I - NAME AND PRINCIPAL OFFICE ADDRESS**

The name and principal office of this Corporation are:

Lido Capital Leasing Corporation  
1133 Fourth Street  
Sarasota, Florida 34236

**ARTICLE II - PURPOSE**

This Corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE III - CAPITAL STOCK**

This Corporation is authorized to issue ONE THOUSAND (1000) shares of common stock, par value of ONE DOLLAR (\$1.00) per share.

**ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 1133 Fourth Street, Sarasota, Florida 34236 and the name of the initial registered agent of this Corporation at that address is Earl T. Ingarfield.

**ARTICLE V - INITIAL BOARD OF DIRECTORS**

The initial Board of Directors of this Corporation shall be:

Earl T. Ingarfield  
Address:  
1133 Fourth Street  
Sarasota, Florida 34236

**ARTICLE VI - RESTRICTIONS ON MEMBERSHIP TO  
BOARD OF DIRECTORS**

This Corporation shall have One (1) director initially. The number of directors may be increased or diminished from time to time, by Bylaws adopted by the stockholders, but shall never be less than one.

**ARTICLE VII INCORPORATOR**

The name and address of the person signing these Articles is:

Earl T. Ingarfield  
1133 Fourth Street  
Sarasota, Florida 34236

**ARTICLE VIII BYLAWS**

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the shareholders, and except to the extent limited by the shareholders, in the Board of Directors.

**ARTICLE IX - DURATION**

The existence of this Corporation shall commence on the date of subscription and acknowledgment of these Articles, and shall be perpetual.

**ARTICLE X - AMENDMENT**

This Corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law, and any right conferred upon the stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19<sup>th</sup> day of May, 1997.

Earl T. Ingarfield  
Earl T. Ingarfield  
Incorporator

STATE OF FLORIDA  
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this 19<sup>th</sup> day of May, 1997, before me, an officer duly authorized and acting, appeared Earl T. Ingarfield, who is personally known to me or who produced \_\_\_\_\_ as identification.



Kathryn M. Wajek  
My Commission CC800888  
Expires November 11, 2000

Kathryn M. Wajek  
Notary Public  
Print Name: KATHRYN M. WAJEK  
My Commission expires:  
[SEAL]


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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First--That Lido Capital Leasing Corporation desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at City of Sarasota, County of Sarasota, State of Florida, has named Earl T. Ingarfield, located at 1133 Fourth Street, Sarasota, Florida 34236, County of Sarasota, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above-stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

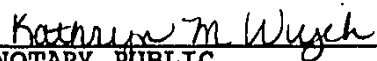
  
\_\_\_\_\_  
Earl T. Ingarfield,  
Resident Agent

STATE OF FLORIDA  
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this 19<sup>th</sup> day of May, 1997, before me, an officer duly authorized and acting, personally appeared EARL T. INGARFIELD, personally known to me or who has produced \_\_\_\_\_ as identification.



Kathryn M. Wujek  
My Commission C0600886  
Expires November 11, 2000

  
\_\_\_\_\_  
NOTARY PUBLIC  
Print Name: KATHRYN M. WUJEK  
My Commission expires: \_\_\_\_\_  
[SEAL]

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAY 22 AM 8:57