

THE KOHN PARTNERSHIP, L.P.

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*Admitted Missouri Bar
*Admitted Arizona Bar

P97000050084
May 30, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Schryver Management, Inc.

To Whom It May Concern:

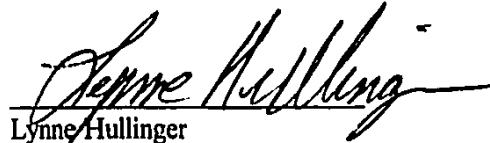
Enclosed for filing are two originals of Articles of Incorporation. Also enclosed is a check in the amount of \$78.75 in payment of the filing fee.

Please return a file marked copy in the enclosed envelope.

Very truly yours,

THE KOHN PARTNERSHIP, L.P.

By:



Lynne Hullinger
Trust and Billing Coordinator

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Enclosures

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ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be: SCHRYVER MANAGEMENT, INC.

ARTICLE II PRINCIPAL OFFICE

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

2131 Marina Drive
Naples, Florida 34102

ARTICLE III SHARES

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

1,000 shares of common stock of no par value
1,000 shares of preferred stock, \$1.00 par value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

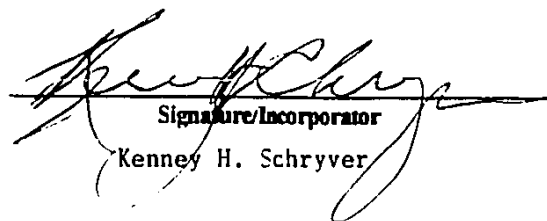
The name and Florida street address of the initial registered agent are:

Kenney H. Schryver
2131 Marina Drive
Naples, Florida 34102

ARTICLE V INCORPORATOR

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

Kenney H. Schryver
2131 Marina Drive
Naples, Florida 34102

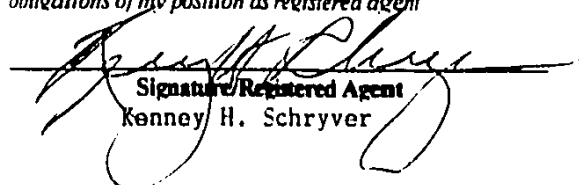

Signature/Incorporator
Kenney H. Schryver

June 1, 1997

Date

(An additional article must be added if an effective date is requested.)

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.


Signature/Registered Agent
Kenney H. Schryver

June 1, 1997

Date

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SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS