

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

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Naples Exchange Co.,
Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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Art of Inc. File _____ **EFFECTIVE DATE**
LTD Partnership File _____ **7-29-97**
Foreign Corp. File _____
L.C. File _____
Fictitious Name File _____
Name Reservation _____
Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
✓ Cert. Copy _____
Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
Courier _____

Signature _____

Requested by: CBB

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DIVISION OF CORPORATIONS

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7-31-97

ARTICLES OF INCORPORATION
OF
NAPLES EXCHANGE CO., INC.

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The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I

EFFECTIVE DATE

1-29-97

Corporate Name

The name of the corporation is NAPLES EXCHANGE CO., INC..

ARTICLE II

Address of Corporation

The address of the principal office of the Corporation, or the mailing address of the Corporation, if the principal office is not yet known, is 1050 NE 157th Terrace, Miami, Florida 33162.

ARTICLE III

Duration and Effective Date

The Corporation shall have perpetual existence, commencing on the date of the execution and acknowledgment of these Articles or upon filing.

ARTICLE IV

Purpose

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

ARTICLE V

Number and Class of Stock

The Corporation is authorized to issue one class of stock which shall consist of 1,000 shares of \$1.00 par value common stock, and which shall be designated "common shares".

ARTICLE VI

Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class, or series as that which he holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

Initial Registered Office and Agent

The street address of the initial registered agent of the Corporation is 1050 NE 157th Terrace, North Miami Beach, Florida 33162, and the name of the initial registered agent of the Corporation at that address is Albert Berkowitz. The officers may from time to time select and so communicate by appropriate notice to the Department of State, another registered office or registered agent or both.

ARTICLE VIII

Initial Board of Directors

The Corporation shall have One (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name(s) and address(es) of the initial director(s) of the Corporation are:

Name	Address
David T. Rubenstein	1050 NE 157th Terrace, North Miami Beach, Florida 33162

ARTICLE IX

Incorporator

The name(s) and address(es) of the person(s) signing these Articles is:

Name

Address

David T. Rubenstein

1050 NE 157th Terrace, North Miami Beach, Florida
33162

ARTICLE X

Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE XI

Amendment

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders, except the preemptive Rights created in Article VI, is subject to this resolution.

ARTICLE XII

Indemnification

The Corporation shall indemnify any officer and/or director, or any former officer and/or director, to the full extent of the law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29th day of July, 1997.

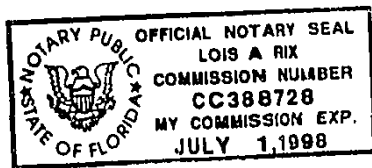


David T. Rubenstein

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 29th day of July, 1997, by David T. Rubenstein, who is ☐ personally known to me or who ☒ produced Florida Driver License as identification.

(Seal)



Lois A. Rix
Notary Public - State of Florida

Printed Name of Notary: Lois A. Rix
My Commission Expires: 7/1/98

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CERTIFICATE OF DESIGNATION

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 NAPLES EXCHANGE CO., INC..
2. The name and address of the registered agent and office is: Albert Berkowitz, 1050 NE 157th Terrace, North Miami Beach, Florida 33162.

David T. Rubenstein

David T. Rubenstein

Title: Incorporator

Dated: 7/29/97, 1997

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.

Dated: 7/29/97

Albert Berkowitz
Albert Berkowitz