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August 29, 1997

Jan Juriga
6580 Beach Resort Drive # 4
Naples, FL 34114

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-09/04/97--01024--008
*****70.00 *****70.00

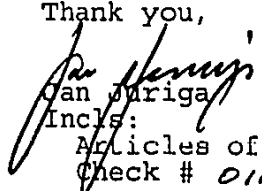
Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Subject: Incorporation for Profit
Section 607.0120

Attached are the Articles of Incorporation for MONARCH OF
NAPLES, INC., to be recorded by the State of Florida.
Please return a copy of these articles to William C.
Erickson, 500 Fifth Avenue S. # 524, Naples, FL 34102.
Attached is Check # 0111 for Seventy Dollars for the
filing and registration fees.

Questions relative to the corporation may be directed to
William C. Erickson, 941-263-2810 or mail to the address
indicated.

Thank you,


Jan Juriga

Incls:

Articles of Incorporation
Check # 0111

EFFECTIVE DATE

09-01-97

FILED
97 SEP -4 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Nedon. SEP 5 1997

EFFECTIVE DATE

09-01-97

FILED
97 SEP -4 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MONARCH OF NAPLES, INC.

The undersigned for the purpose of forming a corporation for profit under the provisions of Chapter 607.0202, Florida Statutes, and hereby accepts all the rights, privileges, benefits and obligations conferred and imposed by said law on Corporations pursuant to the provisions thereof, and do hereby make, subscribe, certify, and acknowledge and file these Articles of Incorporation.

ARTICLE I - CORPORATE NAME

The name of this corporation is:

MONARCH OF NAPLES, INC.

ARTICLE II - DURATION

The term of existence of the corporation is perpetual, and shall be deemed to have commenced its existence on September 1, 1997.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The Aggregate number of shares which the corporation has authority to issue is One Hundred (100) all of which shall be common shares with a par value of \$ 1.00. The consideration for the issuance of

shares may be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor of services actually performed for the corporation.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the initial principal office of the corporation is 6580 Beach Resort Drive # 4, Naples, FL 34114, and the name of the initial registered agent is William C. Erickson, 500 Fifth Avenue S. # 524, Naples, FL 34102.

ARTICLE VI - DIRECTORS

The corporation shall be authorized to conduct business with one (1) or more directors; however, the maximum number of directors at any time shall not exceed ten (10) in number, and the beginning number of directors shall be one (1) in number, which number may be changed at any special or general meeting of the stockholders. The name and address of the first board of directors is:

NAME	ADDRESS
Jan Juriga	6580 Beach Resort Drive # 4, Naples, FL 34114

ARTICLE VII - INCORPORATOR

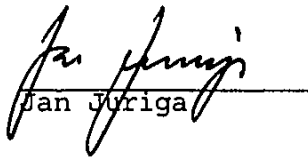
The name and address of the Incorporator is:

Jan Juriga	6580 Beach Resort Drive # 4, Naples, FL 34114
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ARTICLE VIII - BYLAWS

The bylaws of the corporation are to be made, altered, or rescinded by a majority vote of the stockholders of the corporation at either an annual or special meeting that may be called pursuant to the bylaws of the corporation. At any such meeting, for the purpose of making, altering, or rescinding by laws, there must be approval of such action by fifty-one (51%) percent of the stock holders of the corporation.

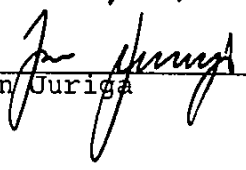
In witness whereof, I have executed the foregoing Articles of Incorporation on the 29th day of August, 1997.


Jan Juriga

APPOINTMENT OF INITIAL REGISTERED AGENT


MONARCH OF NAPLES, INC., a corporation organizing under the laws of the State of Florida, with its principal place of business at 6580 Beach Resort Drive # 4, Naples, FL 34114, has named William C. Erickson, 500 Fifth Avenue # 524, Naples, FL 34102 its initial registered agent to accept service of process within the State of Florida.

Dated 8/29/97


Jan Juriga

ACCEPTANCE

I agree, as Initial Registered Agent, to accept Service of Process; to keep the office open during prescribed hours; to post my name in some conspicuous place in the office as is required by law.


William C. Erickson
Registered Agent

FILED
97 SEP -4 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

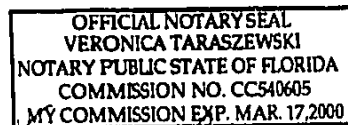
EFFECTIVE DATE

09/01/97

STATE OF FLORIDA
COUNTY OF COLLIER

I hereby certify that on this day, before me, a Notary Public, duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Jan Juriga, to me known to be the person described as Incorporator of and who executed the foregoing Articles of incorporation and acknowledged that he executed the same for the purposes therein contained.

WITNESS MY HAND and Official Seal in the County and State last aforesaid the *29TH* day of *AUGUST*, 1997.



Veronica Taraszewski