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BURT L. SAUNDERS
OF COUNSEL
*(BOARD CERTIFIED REAL ESTATE ATTORNEY)

September 8, 1997

Florida Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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-09/09/97--01057--006
****122.50 ****122.50

Re: Foam Masters, Inc.

Dear Sir or Madame:

Enclosed you will find one original and one photocopy of Articles of Incorporation for Foam Masters, Inc. Please note that Article II contains an effective date of September 5, 1997.

Please file this document as provided by law and return to the undersigned the enclosed copy as well as the Certificate of Incorporation.

Also enclosed is a check in the amount of \$122.50 representing the filing fee for this corporation.

Should you have any questions, please do not hesitate to contact me.

EFFECTIVE DATE:
9-5-97

Very truly yours,

John A. Garner
John A. Garner

FILED
97 SEP -9 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAG/js
Enclosures as noted

SEP 10 ◀ BSB

PLEASE RESPOND TO:

606 BALD EAGLE DR., SUITE 500, P.O. BOX 1, MARCO ISLAND, FLORIDA 34146 (941) 394-5161 FAX (941) 642-6402
PELICAN BAY 801 LAUREL OAK DR., SUITE 640, NAPLES, FLORIDA 34108 (941) 566-3131 FAX (941) 566-3161

FILED

97 SEP -9 PH 4: 00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Articles of Incorporation
of
Foam Masters, Inc.**

EFFECTIVE DATE
9-5-97!

**ARTICLE I
CORPORATE NAME**

The name of this Corporation is: FOAM MASTERS, INC.

**ARTICLE II
EFFECTIVE DATE**

These Articles of Incorporation shall be effective as of September 5, 1997.

**ARTICLE III
CAPITAL STOCK**

The aggregate number of shares which this Corporation shall have authority to issue is 10,000 common shares with a par value of \$1.00 each. Common shares shall be the only class of shares which this Corporation shall have authority to issue.

**ARTICLE IV
INCORPORATOR**

The name and address of the incorporator are:

<u>Name</u>	<u>Address</u>
John A. Garner	Suite 500 606 Bald Eagle Drive Marco Island, Florida 34145


ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is: Suite 500, 606 Bald Eagle Drive, Marco Island, Florida 34145 and the name of the initial registered agent of this Corporation at that address is: John A. Garner.

ARTICLE VI
PRINCIPAL OFFICE

The address of the principal office of this Corporation shall be 1150 #10 Power Street, Naples, Florida 34104.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on September 8, 1997.



John A. Garner, 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:

FOAM MASTERS, INC. desiring to organize or qualify under the laws of the State of
Florida, with its principal place of business located at 1150 #10 Power Street, Naples, Florida
34104, has named John A. Garner, located at Suite 500, 606 Bald Eagle Drive, Marco Island,
Florida 34145, as its agent to accept service of process within Florida.

Dated: Sept. 8, 1997

John A. Garner
John A. Garner, Incorporator

FILED
97 SEP -9 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above-stated corporation, at the
place designated in this Certificate, John A. Garner hereby agrees to comply with the provisions
of all statutes relative to the proper and complete performance of its duties.

Dated: Sept. 8, 1997

John A. Garner
John A. Garner