CAPITAL CONNECTION, INC. SECRETARY OF STATE DIVISION OF CORPORATIONS 417 E. Virginio Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222 97.0CT 21 AM 7:48 009058 Art of Inc. File LTD Partnership File Foreign Corp. File L.C. File Fictitious Name File_ Trade/Service Mark 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 Signature Vehicle Search_ Driving Record_ UCC 1 or 3 File_ Requested by: UCC 11 Search_ Name UCC 11 Retrieval Will Pick Up Walk-In Courier.

ARTICLES OF INCORPORATION

SECRETARY OF STATE DIVISION OF CORPORATIONS

of

97 OCT 21 AN 7:48

A F HOLDING COMPANY, INC.

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

A F HOLDING COMPANY, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue <u>One Thousand</u> (1000) shares <u>.001</u> Dollar(s) (\$.001) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

ANN T. FRANK 2124 Airport Road South Suite 102 Naples, FL 34112

The principal office, if known, or the mailing address of the corporation is:

16410 San Carlos Blvd., #451 Fort Myers, Florida 33908

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

BASIL DESIDERIO

16410 San Carlos Boulevard, #451

Fort Myers, Florida 33908

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

PETER B. FRANK 2124 Airport Road South Suite 102 Naples, FL 34112

Peter B Frank (Seal)

STATE OF FLORIDA COUNTY OF COLLIER

Before me a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared PETER B. FRANK, who _______ is personally known to me OR ______ produced identification. Type of identification______

Known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that they executed these Articles of Incorporation and that an oath was taken.

Witness my hand and official seal in the county and State last aforesaid this 47 day of official, 1997

In alla YM

Notary Signature

Printed Notary Signature

ANGELA M. HENDERSON
MY COMMISSION & CC 680881
EXPIRED: September 16, 2001
Bonded Thru Notary Public Underwitten

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 OCT 21 AM 7:48

CERTIFICATE OF REGISTERED AGENT

OF

A F HOLDING COMPANY, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at

2124 Airport Road South Suite 102 Naples, Florida 34112

has named

Ann T. Frank, Esquire

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

(registered agent)