

# THE COMPANY CORPORATION

1313 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone: (302) 575-0440 • Fax: (302) 575-0441

November 17, 1997

Corporate Records Bureau  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

800002356828--2  
-11/25/97--01057--017  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: Manray Enterprises Inc.  
P3410247 EAS

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for Manray Enterprises Inc.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact our Non Delaware Filings Department with questions regarding the enclosed, (302) 575-0440, Ext. 7003.

Very truly yours,

  
Wendy Snow  
Corporate Service Incorporator

enc.

FILED  
97 NOV 25 PM 2:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

  
11/30/97

**ARTICLES OF INCORPORATION**  
**OF**

**Manray Enterprises Inc.**

FILED  
97 NOV 25 PM 2:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

**FIRST:** The name of the corporation shall be **Manray Enterprises Inc.**

**SECOND:** The address of the initial registered office of the corporation is 200 - A John Knox Road, Tallahassee, FL 32303-6643, County of Leon. The name of the registered agent located at said address is Larry Wolfe.

**THIRD:** The principal address of the corporation 478 First Ave South, Naples, FL 34102

**FOURTH:** The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

**FIFTH:** The total authorized stock of this corporation is divided into 100 shares at No par value.

**SIXTH:** The number of directors constituting the initial board of directors is one, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as follows:

Glen Eastman, 478 First Avenue South, Naples, FL 34102

**SEVENTH:** The duration of the corporation is perpetual.

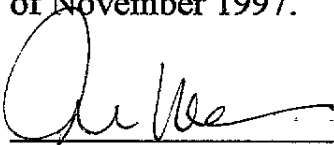
**EIGHT:** This is a Close Corporation.

**NINTH:** The name(s) and address(es) of the person(s) who are to act as

incorporator(s) are as follows:

Alison Kochie      c/o The Company Corporation  
1313 N. Market Street  
Wilmington, DE 19801

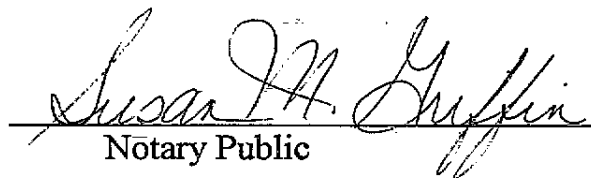
We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 14th day of November 1997.



State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 14<sup>th</sup> day of November, by Alison Kochie.

  
Notary Public

SUSAN M. GRIFFIN  
NOTARY PUBLIC - STATE OF DELAWARE  
MY COMMISSION EXPIRES OCT. 6, 2000

This document was prepared by Alison Kochie, 1313 N. Market Street,  
Wilmington, DE 19801 (302) 575-0440.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING  
AGENT UPON PROCESS MAY BE SERVED.

Date \_\_\_\_\_