

P97000107600



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 646943 7116046

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : December 23, 1997

ORDER TIME : 10:49 AM

ORDER NO. : 646943-005

CUSTOMER NO: 7116046

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-12/23/97--01071--036
*****122.50 *****122.50

CUSTOMER: F. Andrews Taintor, Esq
F. ANDREWS TAINTOR, P.A.

Suite 5
5051 Castello Drive
Naples, FL 34103

DOMESTIC FILING

NAME: SUNTEC OF NAPLES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 23 PM 2:48

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 23 PM 12:25

ARTICLES OF INCORPORATION

OF

SUNTEC OF NAPLES, INC.

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
91DEC23 PM 2:18

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

ARTICLE I. NAME

The name of the corporation shall be:

SUNTEC OF NAPLES, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other states, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The principal place of business, which is also the mailing address, of this corporation shall be 3822 Exchange Avenue, Naples, Florida 34104. The name and address of the initial registered agent of the corporation is F. Andrews Taintor whose address is 5051 Castello Drive, Suite 5, Naples, Florida 34103.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

This corporation shall have no Directors, initially. The affairs of the Corporation will be managed by the shareholders until such time Directors are designated as provided by the Bylaws.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Helder Freitas, 26146 Explorer Road, Punta Gorda, Florida 33983.

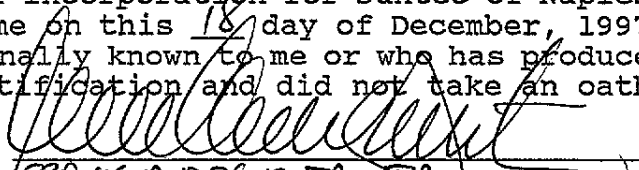
IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal on this 18 day of December, 1997.


Helder Freitas

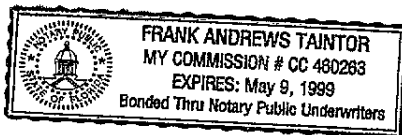
STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing Articles of Incorporation for Suntec of Naples, Inc. was acknowledged before me on this 18 day of December, 1997, by Helder Freitas who is personally known to me or who has produced FLORIDA DRIVER LICENSE as identification and did not take an oath.


FRANK ANDREWS TAINTOR
Notary Public, ~~XX~~ STATE OF FLORIDA
Commission No. _____

(Seal)



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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

Suntec of Naples, Inc. desiring to organize or qualify under
the laws of the State of Florida, with its principal place of
business at the City of Naples, State of Florida, has named _____
F. Andrews Taintor whose address is 5051 Castello Drive
Suite 5, Naples, Florida 34103 as its agent to accept service of
process within Florida.

Suntec of Naples, Inc.

By: _____
Helder Freitas, Incorporator

Date: December 18, 1997

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

F. Andrews Taintor
Registered/Resident Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 23 PM 2:48