



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 660041 6258A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 70.00

ORDER DATE : January 7, 1998

ORDER TIME : 10:02 AM

ORDER NO. : 660041-005

000002392130--7

CUSTOMER NO: 6258A

CUSTOMER: Ms. Shelly Conway
BOND SCHOENECK & KING, P.A.

Suite 107
1167 Third Street South
Naples, FL 339407098

DOMESTIC FILING

NAME: CNG&M CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN -7 AM 11:33

RECEIVED
98 JAN -7 AM 10:57
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
CNG&M CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN -7 AM 11:33

Article 1. Name

The name of the Corporation is:

CNG&M Corporation

Article 2. Duration

The duration of the Corporation is perpetual.

Article 3. Purposes

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Principal Office and Mailing Address

The principal place of business of the Corporation is at 345 Fourth Street South, Naples, Florida 34102. The mailing address of the Corporation is 345 Fourth Street South, Naples, Florida 34102.

Article 5. Initial Registered Office and Agent

The initial registered office of the Corporation is c/o Bond, Schoeneck and King, P.A., 1167 Third Street South, Suite 107, Naples, Florida, 34102. The name of the initial registered agent at that address is William L. Owens.

Article 6. Authorized Shares

The aggregate number of shares which the Corporation is authorized to issue is Ten Thousand (10,000) shares of common stock, all of which shall have a par value of One Dollar (\$1.00). Such shares of stock are as follows:

Class A - 10,000 common, voting stock, \$1.00 par value

Article 7. Initial Board of Directors

The initial board of directors shall consist of one (1) member. The name and address of the initial director of the Corporation is:

David M. Curtain	345 Fourth Street South Naples, Florida 34102
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Article 8. Incorporator

The name and address of the sole Incorporator is:

William L. Owens	1167 Third Street South Suite 107 Naples, Florida 34102
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Article 9. Commencement of Existence

The Corporation's existence shall commence on upon the filing of these Articles of Incorporation with the Florida Secretary of State.

Article 10. Amendment

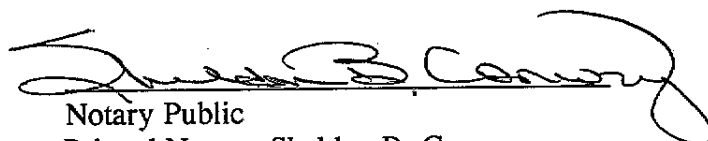
The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

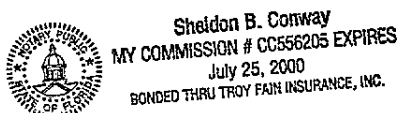
In Witness Whereof, the undersigned has signed these Articles of Incorporation as of January 5, 1998.


William L. Owens

STATE OF FLORIDA)
) ss.:
COLLIER COUNTY)

The foregoing instrument was acknowledged before me this 5th day of January, 1998, by WILLIAM L. OWENS, who is personally known to me and who acknowledged to and before me that he executed the instrument for the purposes therein expressed.


Notary Public
Printed Name: Sheldon B. Conway
My Commission Expires: July 25, 2000
My Commission Number: CC556205

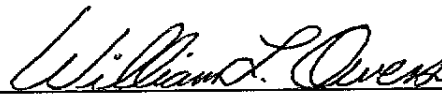


Notary Seal: _____

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of CNG&M Corporation which is contained in the foregoing Articles of Incorporation. I am familiar with, and accept, the obligations of such a position.

DATED as of January 5, 1998.



William L. Owens
Registered Agent

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