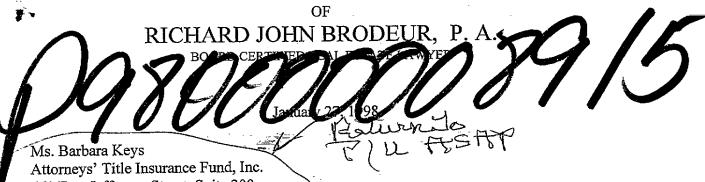
THE REAL ESTATE LAW OFFICE



660 East Jefferson Street, Suite 200

Tallahassee, Florida 32301

FORT MYERS ASSOCIATES, INC. Re:

Dear Barbara:

Pursuant to your telephone conference with Judy in my office this morning, enclosed please find the original and one (1) copy of the Articles of Incorporation for FORT MYERS ASSOCIATES, INC.

Enclosed also please find my Operating Account Check No. 4766 in the amount of \$122.50 for payment of the following: .91 St TAL

Registered Agent Designation Certified Charter Filing Fee	\$ 35.00 \$ 52.50 <u>\$ 35.00</u> \$122.50	CRETARY OF	BJAN 28 PH	
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Enclosed also please find my Operating Account Check No. 4767 in the amount of \$15.00 payable to "Attorneys' Title Insurance Fund, Inc." for your services in obtaining same-day filing.

Please send my office a certified copy of the Articles after they have been properly filed with the Department of State; I enclose a Federal Express return mailer to assist you in returning the Articles to my office.

If you have any questions or comments, please let me know. Many thanks for your courtesy, cooperation and assistance. Richard John Brodeur RJB/m\$. Enclosures

Direct Line (941) 472-1734 ** Real Estate Line (941) 472-5433 ** Fax Line (941) 472-5420 Florida, USA, and International Line 1-800-330-1734

MAILING ADDRESS: Post Office Box 214 Sanibel Island, Florida 33957

STREET ADDRESS: Five Lime Tree Center 1640 Periwinkle Way Sanibel Island, Florida

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ARTICLES OF INCORPORATION

OF

FORT MYERS ASSOCIATES, INC.

ARTICLE I - NAME AND ADDRESS

The name of this corporation shall be **FORT MYERS ASSOCIATES**, **INC.**, A Florida Corporation. The principal office of the corporation is 16321 Stirling Road, Fort Lauderdale, Florida 33331; the mailing address of the corporation is 16321 Stirling Road, Fort Lauderdale, Florida 33331.

ARTICLE II - TERM OF EXISTENCE

This corporation is to have perpetual existence.

ARTICLE III - PURPOSE

The general nature of the business to be transacted by this corporation shall be as follows:

- A. To organize and operate a hotel business in the State of Florida.
- B. To transact any and all lawful business in the State of Florida pursuant to Florida Statutes, Chapter 607.

ARTICLE IV - AUTHORIZED SHARES

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time shall be One Hundred (100) shares of common stock, which shall have no par value. The shares of stock may be issued and disposed of for such consideration as may be fixed by the Board of Directors from time to time.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 16321 Stirling Road, Fort Lauderdale, Florida 33331, and the name of the initial Registered Agent of this corporation is Albert Jevremovic.

ARTICLES VI - PRINCIPAL OFFICE

The principal office of the corporation is 16321 Stirling Road, Fort Lauderdale, Florida 33331; the mailing address of the corporation is 16321 Stirling Road, Fort Lauderdale, Florida 33331.

ARTICLE VII - DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial director and officer of this corporation is:

Albert Jevremovic President / Director 16321 Stirling Road Fort Lauderdale, Florida 33331

ARTICLE VIII - INITIAL INCORPORATORS

The name and address of the initial incorporator or subscriber of this corporation is:

Albert Jevremovic 16321 Stirling Road Fort Lauderdale, Florida 33331

IN WITNESS WHEREOF, Albert Jevremovic has hereunto set his hand and seal this ______ day of January, 1998.

Albert Jevremovie (SEAL)

STATE OF FLORIDA

COUNTY OF LEE

I HEREBY CERTIFY that on this day ALBERT JEVREMOVIC personally appeared before me, the undersigned Notary Public, an officer duly authorized to administer oaths and take acknowledgments. ALBERT JEVREMOVIC,

known personally to me, or
having produced as identification a passport,
driver's license, or other photo identification,
pursuant to Florida Statute 117.05(5)(b)2.c.(I-V),

and acknowledged to and before me that he is the individual described in and who executed the foregoing **Articles of Incorporation** freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at Sanibel Island, County of Lee, and State of Florida, this ______ day of January, A. D. 1998.

Notary Public

Printed Name of Notary:

My Commission Number is

My Commission expires

CERTIFICATE OF DESIGNATION REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following Statement in designating the Registered Office / Registered Agent, in the State of Florida:

1. The name of the corporation is:

FORT MYERS ASSOCIATES, INC.

2. The name and address of the Registered Agent and Office of the corporation is:

Albert Jevremovic 16321 Stirling Road Fort Lauderdale, Florida 33331

Signature of Corporate Officer

Albert Jevremovic

Title:

President

Date:

January 27, 1998

Having been named as Registered Agent and to accept Service of Process for the above-stated corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity; I further agree to comply with the provisions of Agent and Statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as Registered Agent.

Signature of Resident Agent

Albert Jevremovic

Date:

January 27, 1998