



ACCOUNT NO. : 072100000032

REFERENCE : 748929 10250A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 20, 1998

ORDER TIME : 10:45 AM

ORDER NO. : 748929-010

CUSTOMER NO: 10250A

CUSTOMER: Michael S. Davis, Esq
VOGEL DAVIS & VOGEL

8000002463668--2
-03/20/98-01085-004
****122.50 ****122.50

Suite B, midwest Title Building
3936 Tamiami Trail North
Naples, FL 33940

DOMESTIC FILING

NAME: NAPLES CATTLE COMPANY, 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: Christopher Smith

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 20 PM 1:37

FILED
98 MAR 20 AM 11:32
DIVISION OF CORPORATION
3/20/98

ARTICLES OF INCORPORATION
OF

NAPLES CATTLE COMPANY, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 20 PM 1:37

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation (the "Corporation") is NAPLES CATTLE COMPANY, INC., whose principal office and mailing address is 3936 North Tamiami Trail, Suite B, Naples, FL 34103

ARTICLE II

The purpose or purposes for which the Corporation is organized are:

To engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

ARTICLE III

The aggregate number of shares which the Corporation shall have authority to issue is One Thousand (1,000) shares of common stock, and the par value of each such share is One Dollar (\$1.00), amounting to the aggregate of One Thousand and No/100 Dollars (\$1,000.00).

ARTICLE IV

The street address of the initial registered office of the Corporation is 3936 North Tamiami Trail., Naples FL 34103, and the name of its initial registered agent at such address is Michael S. Davis.

ARTICLE V


The number of directors constituting the initial Board of Directors of the Corporation is one and the name and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors shall have been elected and qualified are as follows:

Michael S. Davis
3936 North Tamiami Trail, Suite B
Naples, FL 34103

ARTICLE VI

The name and address of the sole incorporator is Michael S. Davis.


IN WITNESS WHEREOF, the undersigned, being the sole incorporator hereinbefore named, for the purpose of forming a corporation under the Florida General Corporation Act has executed these Articles of Incorporation this 19 day of March, 1998.


MICHAEL S. DAVIS

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing Articles of Incorporation were acknowledged before me this 19th day of March, 1998, by Michael S. Davis, as sole incorporator of NAPLES CATTLE COMPANY, INC. He is personally known to me.


Notary Public - Signature
Betty A. Huff.
Notary Public - Print Name
Commission No. _____

My Commission Expires:

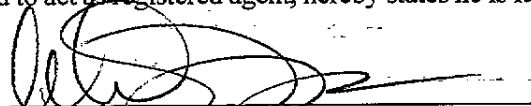


Betty A. Huff
MY COMMISSION # CC582990 EXPIRES (Seal)
September 8, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 20 PM 1:37

ACCEPTANCE BY REGISTERED AGENT

Michael S. Davis, having been designated to act as registered agent, hereby states he is familiar with, and accepts, the obligations of that position.


Michael S. Davis