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CHEFFY PASSIDOMO
WILSON & JOHNSON
ATTORNEYS AT LAW, LLP

EDWARD K. CHEFFY
BOARD CERTIFIED CIVIL TRIAL ATTORNEY
BOARD CERTIFIED BUSINESS LITIGATION ATTORNEY
JOHN M. PASSIDOMO
BOARD CERTIFIED REAL ESTATE ATTORNEY
GEORGE A. WILSON
BOARD CERTIFIED WILLS, TRUSTS & ESTATES ATTORNEY
F. EDWARD JOHNSON
BOARD CERTIFIED WILLS, TRUSTS & ESTATES ATTORNEY
JOHN D. KEHOE
BOARD CERTIFIED CIVIL TRIAL ATTORNEY
LOUIS D. D'AGOSTINO
BOARD CERTIFIED APPELLATE PRACTICE ATTORNEY
JEFFREY S. HOFFMAN
JULIET T. WYNE
LOUIS W. CHEFFY

821 FIFTH AVENUE SOUTH
SUITE 201
NAPLES, FLORIDA 34102

TELEPHONE: (941) 261-9300
TELECOPIER: (941) 261-9782

April 9, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

700002486667--8
-04/13/98-01092-002
*****70.00 *****70.00

Re: Articles of Incorporation for University Village, Inc.

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation for University Village, Inc. Also enclosed is check number 8359 in the amount of \$70.00 to cover the filing fee.

Please provide us with a file stamped copy of the Articles. Thank you for your help in this matter.

Very truly yours,

Heather K. Thurston

Heather K. Thurston
Real Estate Secretary

Enclosures

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FILED
98 APR 13 PM 12:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK APR 14 1998

ARTICLES OF INCORPORATION

OF

UNIVERSITY VILLAGE, INC.

a Florida corporation

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the Corporation is UNIVERSITY VILLAGE, INC., a Florida corporation.

ARTICLE II

The Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares in the aggregate, which shares shall be of a single class of common stock and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE III

The street address of the initial registered office of the Corporation is 821 Fifth Avenue South, Suite 201, Naples, Florida 34102, and the name of its initial Registered Agent at such address is Louis W. Cheffy. The principal office of the Corporation is located at 365 Fifth Avenue South, Suite 201, Naples, Florida 34102.

ARTICLE IV

The Corporation shall have at least one (1) Director. The initial Board of Directors of the Corporation shall be comprised of two (2) Directors whose names and addresses are:

Jack J. Antaramian
365 Fifth Avenue South, Suite 201
Naples, Florida 34102

David E. Nassif
365 Fifth Avenue South, Suite 201
Naples, Florida 34102

ARTICLE V

The name and address of the incorporator is:

Louis W. Cheffy
821 Fifth Avenue South, Suite 201
Naples, Florida 34102

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98 APR 13 PM 12:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, the undersigned, constituting the sole incorporator of this Corporation, has executed these Articles of Incorporation this 9th day of April, 1998.

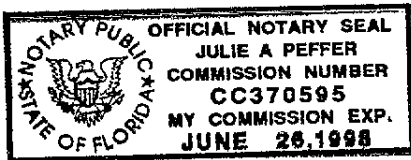
INCORPORATOR:

24 C

Louis W. Cheffy

STATE OF FLORIDA)
)SS.
COUNTY OF COLLIER)

The foregoing instrument was acknowledged before me this 9th day of April, 1998, by Louis W. Cheffy, as Incorporator of UNIVERSITY VILLAGE, INC., on behalf of said corporation. He is personally known to me.



Julie A. Pepper
NOTARY PUBLIC

Name: _____

(Type or Print)

My Commission Expires: _____

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98 APR 19 PM 12:43
CLERK OF STATE
TALLAHASSEE, FLORIDA

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

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

That UNIVERSITY VILLAGE, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 365 Fifth Avenue South, Suite 201, Naples, Florida 34102, has named Louis W. Cheffy, at 821 Fifth Avenue South, Suite 201, Naples, Florida 34102 as its agent to accept service of process within Florida.

UNIVERSITY VILLAGE, INC.
a Florida corporation

Date: April 9, 1998

By: 24 C
Louis W. Cheffy, Incorporator

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.

Date: April 9, 1998

24 C
Louis W. Cheffy