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THE UNITED STATES *Corporation*

ACCOUNT NO. : 072100000032

REFERENCE: 788469 126396A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE: April 20, 1998

ORDER TIME: 9:0 AM

ORDER NO. : 788469-005

CUSTOMER NO: 126396A

CUSTOMER: John L. Licciardi, Esq

JOHN L. LICCIARDI, ESQ

1400 Gulf Shore Blvd. North

Suite 208b

Naples, FL 34102

DOMESTIC FILING

NAME: NAPLES DAY TRADING CENTER,

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

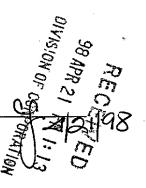
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Brenda Phillips

EXAMINER'S INITIALS:

-04/21/98--01046--027

****122.50 ****122.50



DIVISION OF CORPORATIONS

98 APR 21 AM 2: 16

ARTICLES OF INCORPORATION

OF

NAPLES DAY TRADING CENTER, INC.

The undersigned incorporator, for the purpose of forming a Corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the Corporation is: NAPLES DAY TRADING CENTER, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation is: 4077 Tamiami Trail North, D-201
Naples, Florida 34103

ARTICLE III - NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business with all the powers, permitted under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding is 7,500 shares of common stock having a par value of \$1.00 per share.

ARTICLE V - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation and the name of its initial registered agent at that office is:

Adam Scheer - 4077 Tamiami Trail North, D-201 Naples, Florida 34103

ARTICLE VII - BOARD OF DIRECTORS

This Corporation shall have three (3) Initial Directors. The number of Directors may be increased or diminished from time to time by the By-Laws of this Corporation, but shall never be less than one (1).

ARTICLE VIII - INITIAL DIRECTORS

The names of the Initial Directors of this Corporation and their street addresses are:

Adam Scheer - 784 Ashburton Dr., Naples, Florida 34110 Margaret W. Scheer - 784 Ashburton Dr., Naples, Florida 34110 Michael A. Scheer - 784 Ashburton Dr., Naples, Florida 34110

The persons named as the Initial Directors shall hold office until the first Annual Meeting of the Shareholders of this Corporation, and thereafter until their respective successor is chosen and qualified, or until their respective earlier resignation or removal.

ARTICLE IX - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

Adam Scheer - 784 Ashburton Dr., Naples, Florida 34110

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any and all 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 executed the foregoing on the /// day of April, 1998.

INCORPORATOR:

Adam/Scheer

DIVISION OF CORPORATIONS

98 APR 21 AM 2: 16

REGISTERED AGENT:

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated above, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all 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.

Adam Scheer

STATE OF FLORIDA

COUNTY OF COLLIER

Notary Public

My Commission Expires:

