

P98000056714



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 867954 7103152

AUTHORIZATION : *Patricia Pujate*

COST LIMIT : \$ 70.00

ORDER DATE : June 24, 1998

ORDER TIME : 10:29 AM

ORDER NO. : 867954-015

CUSTOMER NO: 7103152

CUSTOMER: Ms. Mary Delcorso
GOODLETTE COLEMAN & JOHNSON,
P.A.
Suite 300
4001 Tamiami Trail North
Naples, FL 34103

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 24 AM 9:30

200002571132--4

DOMESTIC FILING

NAME: BRYNWOOD 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: Janna Wilson

EXAMINER'S INITIALS:

RECEIVED
98 JUN 24 AM 9:01
DIVISION OF CORPORATIONS
[Signature]

**ARTICLES OF INCORPORATION
OF
BRYNWOOD CORPORATION**

FILED
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**ARTICLE I
CORPORATE NAME**

The name of the Corporation is: BRYNWOOD CORPORATION, a Florida corporation.

**ARTICLE II
CAPITAL STOCK AND SHAREHOLDERS**

The aggregate number of shares which this Corporation shall have authority to issue is TEN THOUSAND (10,000) shares of common stock, the par value of each such share being ONE CENT (\$.01).

**ARTICLE III
INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial Board of Directors of the Corporation is two (2), and the names and addresses of the persons who shall serve as members of the Board of Directors until the election of their successors are as follows:

<u>Name</u>	<u>Address</u>
David S. Braverman	4418 Novato Court Naples, Florida 34109
Richard Compagnone	3613 Kent Drive Naples, Florida 34112

ARTICLE IV
INITIAL OFFICERS

The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President, Secretary	Richard Compagnone	3613 Kent Drive Naples, FL 34112
Vice President, Treasurer	David S. Braverman	4418 Novato Court Naples, FL 34109

ARTICLE V
INCORPORATOR

The sole incorporator of the Corporation is Richard Compagnone, whose address is 3613 Kent Drive, Naples, Florida 34112.


ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is: 4001 Tamiami Trail North, Suite 300, Naples, Florida 34103, and the name of the initial registered agent of this Corporation at that address is: Kevin G. Coleman, Esq.

ARTICLE VII
PRINCIPAL OFFICE

The address of the principal office of this Corporation shall be: 1454 Railhead Blvd., Naples, Florida 34110.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 23 day of June, 1998.



Richard Compagnone
Incorporator

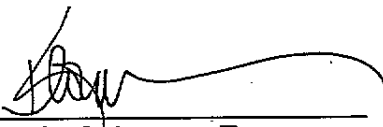
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, AND SECTION 607.0501, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

THAT BRYNWOOD CORPORATION, desiring to organize or qualify under the
laws of the State of Florida, with its principal place of business located at 1454 Railhead
Boulevard, Naples, Florida 34110, has named Kevin G. Coleman, located at 4001
Tamiami Trail North, Suite 300, Naples, Florida 34102, as its registered agent to accept
service of process within Florida.

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 agree to
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.

Dated: June 23, 1998


Kevin G. Coleman, Esq.

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