

P98000072296



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 931106 121349A

AUTHORIZATION :

Patricia Pizit

COST LIMIT : \$ 70.00

ORDER DATE : August 18, 1998

ORDER TIME : 2:12 PM

ORDER NO. : 931106-005

CUSTOMER NO: 121349A

CUSTOMER: Julie Pepper, Legal Assistant
CHEFFY PASSIDOMO WILSON &
JOHNSON, LLP
Suite 201
821 Fifth Avenue South
Naples, FL 34102

000002619360--7

DOMESTIC FILING

NAME: MARCO BEACH DEVELOPMENT CORP.

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: Robert Maxwell

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 18 AM 9:35

RECEIVED
98 AUG 16 PM 3:26
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

**MARCO BEACH DEVELOPMENT CORP.
a Florida corporation**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 18 AM 9:35

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 MARCO BEACH DEVELOPMENT CORP., 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

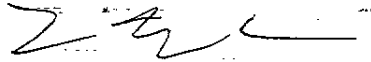
ARTICLE V

The name and address of the incorporator is:

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

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 17th day of August, 1998.

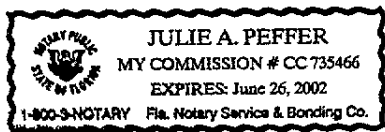
INCORPORATOR:



Louis W. Cheffy

STATE OF FLORIDA)
)SS.
COUNTY OF COLLIER)

The foregoing instrument was acknowledged before me this 17th day of August, 1998, by Louis W. Cheffy, as Incorporator of MARCO BEACH DEVELOPMENT CORP., on behalf of said corporation. He is personally known to me.



NOTARY PUBLIC

Name: _____
(Type or Print)

My Commission Expires: _____

98 AUG 18 AM 9:35

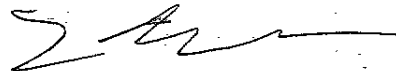
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**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 MARCO BEACH DEVELOPMENT CORP., 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.

MARCO BEACH DEVELOPMENT CORP.
a Florida corporation




Date: August 17, 1998

By: _____
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: August 17, 1998



Louis W. Cheffy