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November 12, 1998

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

000002687860--3  
-11/16/98--01039--014  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Articles of Incorporation of Fifth Avenue Corner, Inc.

Dear Sir/Madam:

Enclosed are an original and one copy of the Articles of Incorporation for Fifth Avenue Corner, Inc. Also enclosed is a check 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,

*Mary Sorrenti*

Mary Sorrenti  
Real Estate Paralegal

/ms  
enclosures

FILED  
98 NOV 16 AM 9:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

UP  
11-18-98  
3

**ARTICLES OF INCORPORATION  
OF**

**Fifth Avenue Corner, Inc.  
a Florida corporation**

**FILED**  
98 NOV 16 AM 9:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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 Fifth Avenue Corner, 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 three (3) Directors whose names and addresses are:

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

F. Fred Pezeshkan  
2606 Horseshoe Drive S.  
Naples, Florida 34104

Robert L. Carsello  
2606 Horseshoe Drive S.  
Naples, Florida 34104

**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 6 day of November, 1998.

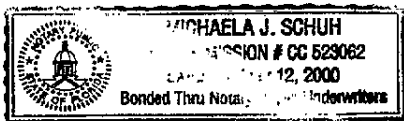
INCORPORATOR:

[Signature]

Louis W. Cheffy

STATE OF FLORIDA            )  
  )SS.  
COUNTY OF COLLIER        )

The foregoing instrument was acknowledged before me this 6 day of November, 1998, by Louis W. Cheffy, as Incorporator of Fifth Avenue Corner, Inc., on behalf of said corporation. He is personally known to me.



[Signature]  
NOTARY PUBLIC

Name: Michaela J. Schuh

(Type or Print)

My Commission Expires: \_\_\_\_\_

**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 Fifth Avenue Corner, 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.

Fifth Avenue Corner, Inc.  
a Florida corporation

Date: November 12, 1998

By: [Signature]

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: November 12, 1998

[Signature]

Louis W. Cheffy