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SULLIVAN & SKRIVAN

ATTORNEYS AT LAW

Founders Building, Suite 200

800 Laurel Oak Drive

Naples, Florida 34108

JOHN L. SULLIVAN, JR.

MASTER OF LAWS IN TAXATION
FLORIDA BAR BOARD CERTIFIED
IN WILLS, TRUSTS & ESTATES

KENT A. SKRIVAN

MASTER OF LAWS IN TAXATION

(941) 597-4500

TELECOPIER (941) 597-5623

E MAIL: Estate@sunbelt-usa.net

November 10, 1998

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

RECEIVED
11-10-98

VIA FEDERAL EXPRESS

of Southwest Florida

500002685855--0

-11/12/98--01069--019

****122.50 *****78.75

Re: Articles of Incorporation of S & H PROPERTIES, INC.

Dear Sirs:

Enclosed please find the Articles of Incorporation for S & H PROPERTIES, INC. for filing with your office.

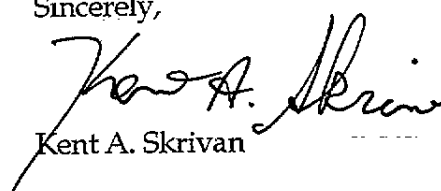
We also enclose a copy of the Articles for your use in preparing the certified copy. Please forward the certified copy to our office.

Finally, we enclose our firm's check in the amount of \$122.50 to cover your fees in this matter.

Thank you for your cooperation. If you have any questions or comments, please do not hesitate to contact me.

Sincerely,

Kent A. Skrivan



KAS\tp
encl.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 12 PM 1:39

Kent Skrivan GAVE
THORIZATION BY PHONE TO
CORRECT None S & H Properties of Southwest Florida, Inc.
DATE 11/17
DOC. EXAM 58

B. BROCK NOV 18 1998

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

OF

S & H Properties of Southwest Florida, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE I
NAME

EFFECTIVE DATE
11-10-98

The name of the Corporation is S & H Properties of Southwest Florida, Inc.

ARTICLE II
PRINCIPAL OFFICE; MAILING ADDRESS

The address of the principal office of the Corporation is 2500 Airport Road South, Naples, Florida 34112.

The mailing address of the Corporation is P.O. Box 366822, Bonita Springs, Florida 34136.

ARTICLE III
PURPOSE

The purpose for which the Corporation is organized to engage in the business of real property rentals and for all other lawful purposes allowed a Florida corporation.

ARTICLE IV
DURATION

The Corporation shall have a perpetual existence commencing from November 10, 1998.

ARTICLE V
DIRECTORS

The method by which Directors of the Corporation shall be elected is set forth in the by-laws. The initial Board of Directors shall consist of two members. The names and

addresses of the initial Directors are:

SUNG H. HWANG
4817-B Gary Road
Bonita Springs, Florida 34134

and

HAESUK HWANG
4817-B Gary Road
Bonita Springs, Florida 34134

ARTICLE VI
CAPITAL STOCK

The Corporation is authorized to issue 7,500 shares of One Dollar Par value Common Stock.

ARTICLE VII
INITIAL REGISTERED AGENT AND ADDRESS


The name of the initial registered agent for the Corporation is KENT A. SKRIVAN. The address of the registered agent is 800 Laurel Oak Drive, #200, Naples, Florida 34108.

ARTICLE VIII
INCORPORATOR

The name and street address of the incorporator is as follows:


SUNG H. HWANG
4817-B Gary Road
Bonita Springs, Florida 34134

IN WITNESS WHEREOF, the incorporator, SUNG H. HWANG, has signed these Articles of Incorporation for the purpose of forming the Corporation under the laws of the State of Florida, this 10 day of November, 1998.


SUNG H. HWANG, Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

The attached or foregoing instrument was acknowledged before me this
10th day of November, 1998, by SUNG H. HWANG, who is personally
known to me or who produced a driver's license as identification and who did take an oath.

 Lillian S David
★ My Commission CC731538
★ Expires April 6, 2002


NOTARY PUBLIC
COMMISSION EXPIRATION:

**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT AND OFFICE**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent in the State of Florida.

1. The name of the Corporation is S & H Properties of Southwest Florida, Inc.

2. The name and address of the registered agent and registered office of the Corporation is:

KENT A. SKRIVAN
800 Laurel Oak Drive, #200
Naples, Florida 34108.

Signed this 10 day of November, 1998.

By: Sung H. Hwang L.S.
SUNG H. HWANG Incorporator

REGISTERED AGENT ACCEPTANCE

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in the Certificate, 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 I am familiar with and accept the obligations of my position as Registered Agent.

Date: 11-10-98

Kent A. Skrivan L.S.
KENT A. SKRIVAN

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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