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OTHER FILINGS Annual Report Fictitious Name Name Reservation	REGISTRATION/- QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other	F. CHESSER	MAR 3 1999	
1/95)		Examiner's Initials	-	•

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ARTICLES OF INCORPORATION

OF

BANDELIER, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business
Corporation Act hereby adopt the following articles of incorporation:

ARTICLE I
NAME

ARTICLE II

ARTICLE II

ARTICLE II

The term of existence of the corporation is perpetual.

ARTICLE III
PURPOSE

DURATION

The corporation is formed to provide ANY ACTIVITIES AS PERMITTED UNDER APPLICABLE FLORIDA STATUTES and to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 1000, all of which shall be common shares with a par value of \$ 0.

ARTICLE V PRINCIPAL OFFICE, REGISTERED OFFICE & MAILING ADDRESS

The principal place of business, registered office and mailing address of the corporation is 55 CARIBBEAN ROAD, NAPLES, FL 34108, and the name of the initial registered agent at such address is VINCENT BANDELIER. The registered offices' phone number is 941-594-1924.

ARTICLE VI MANAGEMENT

The business of the corporation shall be managed by the stockholders of the corporation rather than by a board of directors.

ARTICLE VII INCORPORATORS, SUBSCRIBERS, STOCKHOLDERS AND OFFICERS

The initial subscribers, stockholders and officers are:

VINCENT BANDELIER 55 CARIBBEAN ROAD NAPLES, FL 34108	VINCENT BANDELIER 55 CARIBBEAN ROAD NAPLES, FL 34108	
	11/11 11/10, 11/1 04100	

SECRETARY

PRESIDENT

TREASURER

VICE-PRESIDENT

VINCENT BANDELIER 55 CARIBBEAN ROAD NAPLES, FL 34108

VINCENT BANDELIER 55 CARIBBEAN ROAD NAPLES, FL 34108

ARTICLE VIII
SPECIAL PROVISIONS

It is the intent of the corporation to obtain and maintain a tax status as an S corporation under the provisions of the Internal Revenue Code of the United States.

ARTICLE VIII COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence when these Articles are filed with the Office of the Secretary of State, State of Florida.

IN WITNESS WHEREOF,	I have subscribed my	name this	105	day of
NOV	, 1998.	_		

VINCENT BANDELIER

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF PROCESS WITH IN THIS STATE, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 607.0505, FLORIDA STATUES, THE FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACT:

THAT BANDELIER, INC. DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDAWITH ITS PRINCIPAL OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION, IN THE COUNTY OF COLLIER, STATE OF FLORIDA, HAS NAMED VINCENT BANDELIER LOCATED AT 55 CARIBBEAN ROAD NAPLES, FLORIDA, COUNTY OF COLLIER, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICES OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGMENT

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS 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 PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

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DATE

COUNTY OF COLLIER

IN WITNESS WHEREOF, I HEREUNTO SET MY HAND AND

OFFICIAL SEAL.

MARY JEAN BANDY
MY Comm Exp. 7/30/2002
No. CC 763693/
[1] Personally Known Mother I.D.

NOTARY PUBLIC MARY J. BANDY MY COMMISSION EXPIRES: 7/30/2002

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