

999000092036



ACCOUNT NO. : 072100000032

REFERENCE : 415391

AUTHORIZATION :

COST LIMIT : PPD

ORDER DATE : 10-15-99

ORDER TIME :

ORDER NO. : 415391

CUSTOMER NO.:

700003016277-3
-10/18/99-01002-026
*****78.75 *****78.75

FILING

NAME: ~~ELK SPRING, INC.~~

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON:

2541
W99-23939

EXAMINER'S INITIALS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 15 AM 9:47

RECEIVED
99 OCT 15 PM 3:56
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 15 AM 9:47

October 18, 1999

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: ELK SPRING, INC.
Ref. Number: W99000023939

RESUBMIT

Please give original
submission date as file date.

We have received your document for ELK SPRING, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 499A00050127

RECEIVED
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 15 AM 9:47

The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

1. The name of the corporation is ELK SPRING ENTERPRISES, INC.
2. The address of the corporation is 1450 Gulf Coast Drive, Naples, Florida 34110.
3. The period of its duration is perpetual.
4. The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and the State of Florida.
5. The corporation shall have authority to issue seventy-five hundred shares, all of one class, one dollar par value.
6. The address of its initial registered office is Gulf Coast National Bank, 3838 Tamiami Trail North, Suite 416, Naples, Florida and the name of its initial registered agent at said address is Christian B. Felden.
7. The initial Board of Directors shall consist of one (1) member, who need not be a resident of the State of Florida or shareholders of the corporation.
8. The names and addresses of the person who shall serve as director until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, is: PETER J. DRINKWATER, 1450 Gulf Coast Drive, Naples, Florida 34110.
9. The names and addresses of the initial incorporator is PETER J. DRINKWATER, 1450 Gulf Coast Drive, Naples, Florida 34110.
10. The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholder's meeting, with not less than a majority vote of the common stock.
11. The holders of the common stock of this corporation shall have preemptive rights to

purchase, at prices, terms and conditions as shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder and all shares of common stock currently authorized and issued.

IN WITNESS WHEREOF, the undersigned have made and subscribed of these Articles of Incorporation at Naples, Collier County, Florida on the 12th day of October, 1999.

Peter J. Drinkwater
PETER J. DRINKWATER
Incorporator

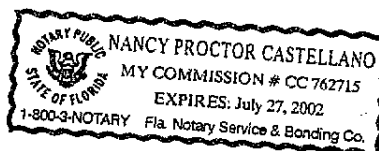
STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME, the undersigned authority personally appeared PETER J. DRINKWATER, who is to me well known to be the persons described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal in the aforesaid State and County, this 12th day of October, 1999.

personally known
Type of Identification Provided
or personally known

Nancy Proctor Castellano
NOTARY PUBLIC
Type Name:
My Commission Expires:



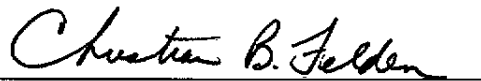
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THE STATE OF
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That I, PETER J. DRINKWATER, of Elk Spring Enterprises, Inc, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Naples, State of Florida, has named Christian B. Felden, Gulf Coast National Bank Building, 3838 Tamiami Trail North, Suite 416, Naples, Florida 34103, as its agent to accept Service of Process within Florida.


Peter J. Drinkwater, President

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.


Christian B. Felden
Registered Agent

DATED this 13th day of October, 1999.

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