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THE UNITED STATES CORPORATION COMPANY

FILED 99 AUG 26 AM 8:59

ACCOUNT NO. : 072100000032
REFERENCE : 354988 10250A

SECRETARY OF STATE TALLAHASSEE, FLORIDA

AUTHORIZATION :
COST LIMIT : \$ PPD

ORDER DATE : August 26, 1999
ORDER TIME : 2:14 PM
ORDER NO. : 354988-010
CUSTOMER NO: 10250A

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-08/27/99--01001--015
****157.50 *****78.75

CUSTOMER: Ms. Chris L. Wohlbrandt
VOGEL LAW OFFICE
VOGEL LAW OFFICE
Suite B, midwest Title Building
3936 Tamiami Trail North
Naples, FL 33940

DOMESTIC FILING

NAME: BRATENAHL II, 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: Janna Wilson

EXAMINER'S INITIALS:

PN 8/27/99

RECEIVED
99 AUG 26 PM 3:50
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BRATENAHL II, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation (the "Corporation") is **Bratenahl II, Inc.**, whose principal office and mailing address is 6690 Norvale Circle West, Gates Mills, Ohio 44040.

ARTICLE II

The purpose or purposes for which the Corporation is organized are:

To engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

ARTICLE III

The aggregate number of shares which the Corporation shall have authority to issue is One Thousand (1,000) shares of common stock, and the par value of each such share is One Dollar (\$1.00), amounting to the aggregate of One Thousand and No/100 Dollars (\$1,000.00).

ARTICLE IV

The street address of the initial registered office of the Corporation is 3936 Tamiami Trail North, Suite B, Naples, FL 34103, and the name of its initial registered agent at such address is James D. Vogel.

ARTICLE V

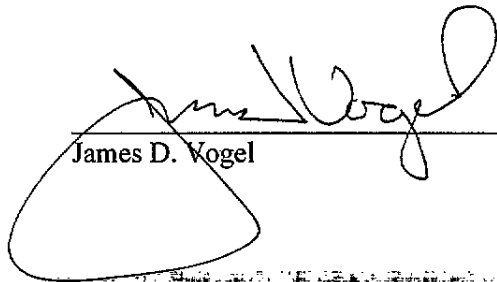
The number of directors constituting the initial Board of Directors of the Corporation is one (1) and the name and address of the person who is to serve as the director until the first annual meeting of shareholders or until his successor shall have been elected and qualified is as follows:

Michael A. Mancuso
6690 Norvale Circle West
Gates Mills, Ohio 44040

ARTICLE VI

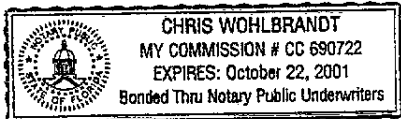
The name and address of the sole incorporator is James D. Vogel, Esq., 3936 Tamiami Trail North, Suite B, Naples, Florida 34103.

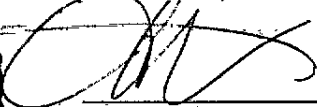
IN WITNESS WHEREOF, the undersigned, being the sole incorporator hereinbefore named, for the purpose of forming a corporation under the Florida General Corporation Act has executed these Articles of Incorporation this 7th day of August, 1999.


James D. Vogel

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing Articles of Incorporation were acknowledged before me this 7th day of August, 1999, by James D. Vogel, as sole incorporator of BRATENAHN II, INC. He is personally known to me.





Notary Public - Signature

Notary Public - Print Name

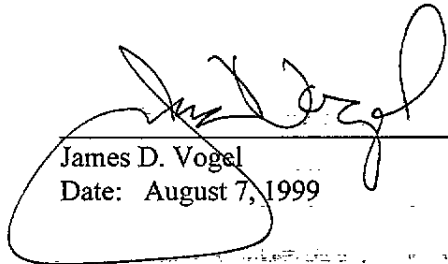
Commission No.

My Commission Expires:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

James D. Vogel, having been designated to act as registered agent, hereby states he is familiar with, and accepts, the obligations of that position.


James D. Vogel
Date: August 7, 1999