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PIERRE PAQUETTE
39 Treasure Circle
Sebastian, FL 32958

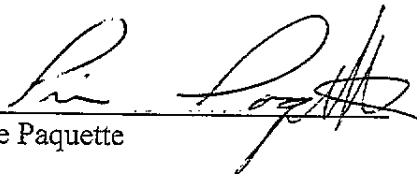
February 15, 2000

FILED
00 FEB 17 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I would wish to process these two new applications. Please find included two separate checks in the amount of \$78.75 for each of the two new applications.

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*****78.75 *****78.75

Best regards,


Pierre Paquette

af 2/22

FILED

00 FEB 17 AM 9:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SHADOWBROOK ESTATES, INC.

We, the undersigned, jointly and severally agree with each other to associate ourselves and our successors together as a corporation for the profit under the laws of the state of Florida, the following Articles of Incorporation, to wit:

ARTICLE I

The corporate name shall be SHADOWBROOK ESTATES, INC.

ARTICLE II

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

1. The number of shares of authorized capital stock of the corporation shall be Seven Thousand Five Hundred (7,500) shares of common stock with a nominal par value of One Dollar (\$1.00) each.

2. The capital stock may be paid for in property, labor, services or cash at a just valuation to be fixed by the stock holders. All of such stock shall be fully paid and nonassessable.

ARTICLE IV

The amount of capital with which this corporation will begin business shall not be less than Five Hundred Dollars (\$500.00).

ARTICLE V

The term for this corporation shall be perpetual.

ARTICLE VI

The principal office of the Corporation shall be at 39 Treasure Circle, Sebastian Florida, 32958. The Corporation shall have such other places of business in the State of Florida as the nature and progress of the business of the corporation shall from time to time render necessary or desirable. The stockholders may from time to time move the principal office to any other address in Florida.

ARTICLE VII

The corporation shall initially have two (2) Directors to hold office until the first Annual meeting of Shareholders and until their successors shall have been duly elected and qualified, or until their earlier resignation removal from office, or death. The number of Directors may be either increased or decreased, from time to time, in accordance with the By-laws of the corporation. The names of the initial Directors of the Corporation are:

PIERRE PAQUETTE
39 Treasure Circle
Sebastian, FL 32958

CHRISTIAN PAQUETTE
19 Bimini Circle
Sebastian, FL 32958

ARTICLE VIII

The name and street address, and the number of shares subscribed to by the initial subscriber hereto, who is to conduct the business of the corporation until those elected at the organizational meeting is:

NAME	ADDRESS	# OF SHARES
PIERRE PAQUETTE	39 Treasure Circle Sebastian, FL 32958	500

ARTICLE IX

The initial registered office shall be at 39 Treasure Circle Sebastian, FL 32958 registered agent at the same address shall be PIERRE PAQUETTE.

ARTICLE X

1. When stock holders so determine, any increase of the common stock shall be first offered pro-rata to the common stockholders who may desire to subscribe for such stock in relation to their present holdings.

2. Every amendment shall be approved by the stockholders at a stockholders meeting by fifty-one (51%) percent of the stock entitled to vote thereon.

3. Any meeting of the stockholders may be held within or without the State of Florida.

4. Officers of this corporation need not be stockholders.

IN WITNESS WHEREOF, the subscribing stockholder has hereunto set his hand and seal, and caused these Articles of Incorporation to be executed this 15th. day of February, 2000.


PIERRE PAQUETTE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 FEB 17 AM 9:00

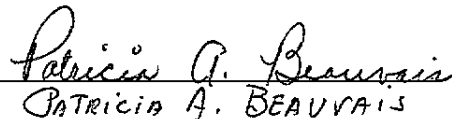
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STATE OF FLORIDA
COUNTY OF INDIAN RIVER

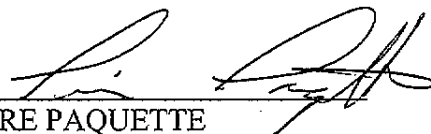
BEFORE ME, the undersigned authority, this day personally appeared PIERRE PAQUETTE well known and known to me to be the person who executed the foregoing Articles of Incorporation and he has acknowledged to and before me that he has executed the same for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal in Sebastian, Indian River County, Florida this 15th day of February, 2000.

OFFICIAL NOTARY SEAL
PATRICIA A BEAUVAIS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC625005
MY COMMISSION EXP. MAR. 17, 2001


PATRICIA A. BEAUVAIS

Having been named to accept service of process for the above stated Corporation at a place designated on this Certificate, I hereby accept said designation as register agent and agree to comply with the provisions of Law relative to keeping said office open.


PIERRE PAQUETTE