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P010000018591

February 15, 2001

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

RE: Devaney's Inc.
Articles of Incorporation

FILED
01 FEB 19 AM 10:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
20000371905-5
-02/19/01--07133--002
*****87.50 *****87.50

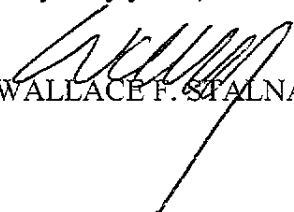
Dear Sir or Madam:

Enclosed herewith please find an original and one copy of the Articles of Incorporation for the above referenced corporation which we request be incorporated in the State of Florida.

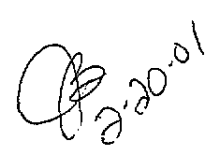
We enclose herewith our check in the amount of \$87.50 for this purpose and request a certified copy of same be forwarded to this office.

Thank you for your assistance in this matter.

Very truly yours,


WALLACE F. STALNAKER, JR.

WFS/lc
Enc:

5-1

10-02-01

ARTICLES OF INCORPORATION
OF
DEVANEY'S, INC.

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ARTICLE I - NAME

The name of the corporation is DEVANEY'S, INC.

ARTICLE II - ADDRESS

The address of the principal office of the corporation is 461 Pickfair Terrace, Lake Mary, Florida, 32746 and the mailing address of the corporation is the same.

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of execution and acknowledgment of these Articles or until such time as it shall be dissolved by law.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any and all business not unlawful under the laws of the State of Florida or the United States.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of One Dollar (\$1.00) par value common stock, which shall be designated "common shares". Any and all such "common shares" shall be one class only.

ARTICLE VI - PRE-EMPTIVE RIGHTS

Every shareholder upon the sale for cash for any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by by-laws adopted by the shareholders, but shall never be less than the minimum number of directors required by law. The name and address of the initial directors of this corporation are:

SANDRA RANDOLPH CROTTY - President/Secretary
461 Pickfair Terrace
Lake Mary, Florida 32746

EDWARD CROTTY - Vice President/Treasurer
461 Pickfair Terrace
Lake Mary, Florida 32746

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is: Sandra Randolph Crotty, 461 Pickfair Terrace, Lake Mary, Florida, 32746.

ARTICLE IX - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 461 Pickfair Terrace, Lake Mary, Florida, 32746 and the initial resident agent of this corporation is SANDRA RANDOLPH CROTTY.

ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be by majority vote of the Board of Directors or by majority vote of the shareholders, provided, however, that the Board of Directors shall not have the power to adopt, alter, amend or repeal by-laws if such action would be inconsistent with any by-laws adopted by the shareholders.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend, or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this ____ day of February, 2001.


SANDRA RANDOLPH CROTTY

The undersigned, being the initial resident agent as described in Article VIII of the foregoing Articles of Incorporation, does hereby acknowledge and accept such position.


SANDRA RANDOLPH CROTTY

STATE OF FLORIDA

COUNTY OF SEMINOLE

The foregoing instrument was acknowledged before me by SANDRA RANDOLPH CROTTY, who is personally known to me or who has produced Florida's Driver License as identification and who did acknowledge that she is the person who executed the foregoing Articles of Incorporation and she acknowledged that she did execute said Articles of Incorporation, and that SANDRA RANDOLPH CROTTY did accept the duties of resident agent for the foregoing

corporation as indicated in Article VIII of the Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County aforesaid, this 15th day of February, 2001.



Carolyn Van Sandt
MY COMMISSION # CC614946 EXPIRES
February 28, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

Carolyn Van Sandt
Notary Public **Carolyn Van Sandt**
My commission expires: _____

ACCEPTANCE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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 accept the obligations of my position as registered agent.

Sandra Randolph Crotty
SANDRA RANDOLPH CROTTY

Date: February , 2001

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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