

1801 AVENUE OF THE STARS, SUITE 260 LOS ANGELES, CALIFORNIA 90067 TELEPHONE 1.877.553.1923 FACSIMILE 310.557.9772 EINCORPORATION@AOL.COM

February 5, 2002

VIA FIRST CLASS US MAIL

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

RE: Rabbitt Development, Inc.

300004899883--2 -02/11/02--01065--014 *****78.75 *****78.75

Dear Sirs/ Madame:

Enclosed herewith please find an original copy and duplicate copy of the Articles of Incorporation for the above-referenced corporation and check for \$78.75.

Upon receipt, please file these Articles and return the duplicate filed copy in the self-addressed envelope to our offices. Please also fax back to our attention.

Thank you in advance for your attention to this matter. If you have any questions, please feel free to call us **prior to any rejection**.

Yours very truly,

14001 (1)

DIVERSION OF CORPORATIONS
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ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

Rabbitt Development, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2237 W. 24th Street, Panama City, Florida 32405



The purpose for which the corporation is organized is:

See Attachment.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The directors shall be elected as set forth in the bylaws of the corporation.

ARTICLE V INITIAL DIRECTORS/OFFICERS

The name and addresses:

Tammy Darnell, Director/Secretary, 2904 Country Club Drive, Lynn Haven, FL 32444 Billy Mayhall, Direcor/Treasurer, 1081 Arbours Drive, Panama City, FL 32401

Tracy Johnstone, Director/President, 909 College Blvd., North Lynn Haven, FL 32444

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Tracy Johnstone, Director/President, 909 College Blvd., North Lynn Haven, FL 32444

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Kent E. Seton, 1801 Avenue of the Stars, Suite 260, Los Angeles, CA 90067

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity. Signature/Registered Agent Signature/Incorporator

ATTACHMENT TO ARTICLES OF INCORPORATION OF Rabbitt Development, Inc.

ARTICLE III PURPOSE: This Corporation shall be a nonprofit corporation. The purposes for which Rabbitt Development, Inc. is organized are exclusively for charitable and education purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE VIII: Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE IX: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located exclusively for such purposes or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes.