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TRANSMITTAL LETTER

FILED  
00 MAY 15 PM 12:29  
TALLAHASSEE, FLORIDA

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

900003253529--7  
-05/15/00-01172-005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: DEVELOP POINT INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate of Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: JOHN TODD BROYLES JR.  
Name (Printed or typed)

PO BOX 46863  
Address

TAMPA, FLORIDA 33647  
City, State & Zip

813-907-0717  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION  
OF  
DEVELOP POINT, INC.

00 MAY 15 PM 12:29  
RECEIVED  
STATE OF FLORIDA  
SECRETARY OF STATE

The undersigned, acting as incorporator of DEVELOP POINT, INC., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

DEVELOP POINT, INC.

ARTICLE II. ADDRESS

The mailing address of the corporation is:

P.O. Box 46863  
Tampa, FL 33647

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence at 12:01 A.M., the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.01 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the current registered office of the corporation is 9481 High Land Oak Drive Tampa, FL 33647, and the name of the corporation's current registered agent at that address is John Todd Broyles Jr.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
John Todd Broyles Jr.	P.O. Box 46863 Tampa, FL 33647
Angel M. Pastrana	P.O. Box 46863 Tampa, FL 33647

**ARTICLE VIII. INCORPORATOR**

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
John Todd Broyles Jr.	P.O. Box 46863 Tampa, FL 33647

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

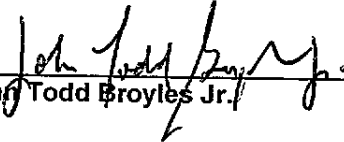
**ARTICLE IX. BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 11 day of May, 2000.

  
\_\_\_\_\_  
John Todd Broyles Jr.

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

FILED  
00 MAY 15 PM 12:29  
CLERK OF DISTRICT COURT  
TAMPA, FLORIDA

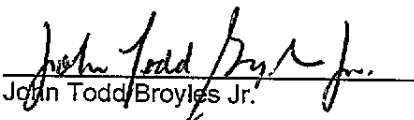
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That DEVELOP POINT, INC., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 9481 High Land Oak Dr., Tampa, FL 33647 has named John Todd Broyles Jr. as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.

Dated this 11 day of May, 2000.

  
John Todd Broyles Jr.