

**WARREN N. McMILLEN, JR.**

Certified Public Accountant

Professional Association

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Reply To:  
P.O. Box 940609  
Maitland, Florida 32794-0609

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September 20, 2000

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-09/25/00--01108--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

Re: Corporate Charter  
Debshar Development Company

Gentlemen:

I have enclosed two copies of the Articles of Incorporation for Debshar Development Company. Also enclosed is a check for \$78.75 in payment of filing fees, \$35.00; certified copy, \$8.75 and registered agent designation, \$35.00.

If you have any questions, please contact me.

Very truly yours,

*Warren N. McMillen, Jr.*  
Warren N. McMillen, Jr., C.P.A.

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SECRETARY OF STATE  
TALLAHASSEE, FL 32312

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ARTICLES OF INCORPORATION  
OF  
DEBSHAR DEVELOPMENT COMPANY

ARTICLE I - NAME OF CORPORATION

The name of this corporation is DEBSHAR DEVELOPMENT  
COMPANY.

ARTICLE II - PURPOSES

This corporation is organized for the purposes of  
transacting any or all lawful business.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 5,000 shares of  
One Dollar (\$1.00) par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of  
this corporation is 874 Windcrest Place, Winter Springs,  
Florida 32708 and the name and address of the initial  
Registered Agent of the corporation is Samuel Katanich,  
874 Windcrest Place, Winter Springs, Florida 32708.

ARTICLE V

This corporation shall exist perpetually unless sooner  
dissolved according to law, and said corporation's existence  
shall commence on the date of subscription and acknowledge-  
ment of these Articles of Incorporation.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one Director initially. The  
number of Directors may be either increased or diminished  
from time to time by the By-Laws, but shall never be less

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than one.

The name and address of the initial Director of this corporation is:

Samuel Katanich  
874 Windcrest Place  
Winter Springs, Florida 32708

ARTICLE VII - INCORPORATOR

The name and address of the person signing these ARTICLES OF INCORPORATION IS:

Samuel Katanich  
874 Windcrest Place  
Winter Springs, Florida 32708

IN WITNESS WHEREOF, the undersigned subscriber has executed these ARTICLES OF INCORPORATION this 20th day of September, 2000.

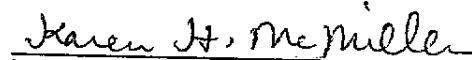
  
x \_\_\_\_\_  
SAMUEL KATANICH

STATE OF FLORIDA


County of Orange

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared SAMUEL KATANICH, known to me and known by me to be the persona who executed the foregoing ARTICLES OF INCORPORATION, and he acknowledged before me that he executed those ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 20th day of September, 2000.

  
\_\_\_\_\_  
NOTARY PUBLIC

MY COMMISSION EXPIRES:

 Karen H McMillen  
My Commission CC681177  
Expires October 23, 2001

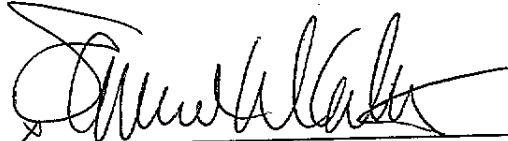
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TALLAHASSEE, FLORIDA

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

FIRST: That SAMUEL KATANICH, desiring to organize under the Laws of the State of Florida, with its principal offices located at 874 Windcrest Place, Winter Springs, Florida 32708 has named SAMUEL KATANICH, whose address is 874 Windcrest Place, Winter Springs, Florida 32708, as its agent to accept service of process within this State.

SECOND: Having been named to accept service of process for the above state corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



SAMUEL KATANICH