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REFERENCE : 924678 7158500

AUTHORIZATION :

*Patricia Pyjunt*

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 DEC - 8 PM 4: 00

ORDER DATE : December 8, 2000

ORDER TIME : 2:20 PM

ORDER NO. : 924678-005

CUSTOMER NO: 7158500

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CUSTOMER: Suzanne N. Whibbs, Esq  
Whibbs & Whibbs, P.a.  
Attorneys At Law  
421 North Palafox Street

Pensacola, FL 32501

DOMESTIC FILING

NAME: G & L DEVELOPMENT GROUP, INC.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom - EXT. 1104

EXAMINER'S INITIALS:

*g 12/11/00*

RECEIVED  
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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**OF**

00 DEC -8 PM 4: 00

**G & L DEVELOPMENT GROUP, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as a incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

**Article I--Name**

The name of the corporation ("Corporation") is G & L Development Group, Inc.

**Article II--Principal Address**

The street address of the principal office of the Corporation shall be 1717 Magnolia Avenue, Pensacola, Florida 32503. The mailing address shall be P.O. Box 12355 Pensacola, Florida 32582.

**Article III--Shares of Stock**

The Corporation is authorized to issue 80 million common shares at a par value of \$.01 cents.

The Corporation is authorized to issue 20 million preferred shares at a par value of \$.05 cents.

The voting rights of each share of preferred shares shall count twice for each common share.

**Article IV--Registered Agent**

The initial street address of the Corporation's registered office is 421 N. Palafox Street, Pensacola, Florida 32501. The initial registered agent for the Corporation at that address is Vincent J. Whibbs, Jr..

**Article V--Directors**

The initial board of directors shall consist of (4) four members. The names and address of the persons who will serve on the initial board of directors are:

<u>Name</u>	<u>Address</u>
Steven Dunlap	1717 Magnolia Avenue Pensacola, FL. 32503

David Richbourg

1404 E. Lakeview  
Pensacola, FL. 32503

Anne Connelly

1403 E. Lakeview  
Pensacola, FL. 32503

Chuck Browning

1712 E. Avery Street  
Pensacola, FL. 32503

Charles W. Honeycutt

1729 Friar Tuck Road NE  
Atlanta, Ga. 30309

**Article VI--Purpose**

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States or the State of Florida.

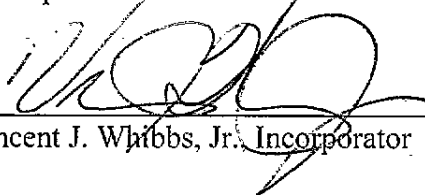
**Article VII--Duration**

This corporation shall exist perpetually, commencing upon the date of filing these Articles of Incorporation with the State of Florida.

**Article VIII--Incorporator**

The name and the address of the incorporator is Vincent J. Whibbs, Jr. 421 N. Palafox Street, Pensacola, Florida 32501.

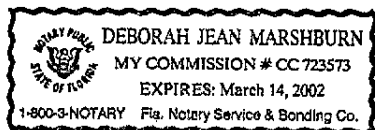
**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation this 7<sup>th</sup> day of December, 2000.

  
\_\_\_\_\_  
Vincent J. Whibbs, Jr. Incorporator

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this the 7<sup>th</sup> day of December, 2000, by Vincent J. Whibbs, Jr. who personally appeared before me and is personally known to me.



  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida

**CERTIFICATE OF DESIGNATION OF RESIDENT  
AGENT/REGISTERED OFFICE**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 DEC -8 PM 4: 00

Pursuant to the provision of Section 607.0501 or 617.0501, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/office, in the State of Florida.

1. The name of the Corporation is: G & L Development Group, Inc.
2. The name and address of the registered agent and office is:

Vincent J. Whibbs, Jr.  
421 N. Palafox Street  
Pensacola, Florida 32501

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I 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.

Dated this 7<sup>th</sup> day of December, 2000..

  
Vincent J. Whibbs, Jr.