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LARSON & LARSON, P.A.

ATTORNEYS AT LAW
Practicing Domestic & International
Patent Trademark & Copyright Law
Trial and Appellate Litigation

H. WILLIAM LARSON

HERBERT W. LARSON

ALSO ADMITTED IN DELAWARE AND THE DISTRICT
OF COLUMBIA AND REGISTERED TO PRACTICE
BEFORE THE U. S. PATENT AND TRADEMARK
OFFICE. (REG. NO. 21008).

JAMES E. LARSON

REGISTERED TO PRACTICE BEFORE THE
U. S. PATENT AND TRADEMARK OFFICE
(REG. NO. 37867).

11199-69th STREET NORTH

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BATTAGLIA, ROSS, DICUS & WEIN, P.A.
TRIAL COUNSEL

January 17, 2001

Secretary of State

Division of Corporations

P.O. Box 6327

Tallahassee, FL 32314

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-01/19/01--01096--008

*****70.00 *****70.00

Re: Incorporation of SUPERIOR DEVELOPMENT SYSTEMS, INC.
My File ~~423~~ 1273

Dear Madam Secretary:

Enclosed in connection with the above is the Articles of Incorporation and a check for \$70.00 to cover the cost. Please direct all correspondence to the undersigned. Thank you in advance for your assistance.

Kindly return all correspondence to the undersigned.

Very truly yours,

LARSON & LARSON, P.A.



H. William Larson

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JAN 19 PM 2:55

EnclosureS

1/22/01

**ARTICLES OF INCORPORATION
OF**

SUPERIOR DEVELOPMENT SYSTEMS, INC.

FILED
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DIVISION OF CORPORATIONS

01 JAN 19 PM 2:55

1. The name of the corporation is SUPERIOR DEVELOPMENT SYSTEMS , INC.
2. The address of its registered office in the State of Florida is 11199 69th Street North, Largo, FL 33773. The name of the corporation's registered agent at such address is H. William Larson.
3. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Florida.
4. The total number of shares of stock which the corporation is authorized to issue is one hundred thousand (100,000) shares no par value.
5. The business and affairs of the corporation shall be managed by the Board of Directors, and the directors need not be elected by ballot unless required by the By-Laws of the corporation.
6. In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the Board of Directors is expressly authorized to adopt, amend or repeal the By-Laws.
7. The corporation reserves the right to amend and repeal any provision contained in this Certificate of Incorporation in the manner prescribed by the laws of the State of Florida. All rights conferred are granted subject to this reservation.

8. The incorporator is H. William Larson, 11199 69th Street North, Largo, FL 33773.
9. The name and mailing address of the persons who shall serve as directors until the first annual meeting of the stockholders or until successors are elected and qualified is:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Sean Colpoys	1832 Fox Circle, Clearwater, FL 33764
Richard A. Cliff	3851 62nd Ave., N., Suite I, Pinellas Park, FL 33781

Jamie L. Cunningham

1870 Watroak Drive West, Clearwater, FL 33764

10. The principal address and mailing address of the corporation is 3851 62nd Ave., N., Suite A, Pinellas Park, FL 33781.

I, **THE UNDERSIGNED**, being the incorporator, for the purpose of forming a corporation under the Laws of the State of Florida, do make, file and record this Certificate of Incorporation, certifying that the facts herein stated are true, and, accordingly, have hereto set my hand and seal this January 17, 2001.

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DIVISION OF CORPORATIONS
01 JAN 19 PM 2:55



H. William Larson, Incorporator

ACCEPTANCE OF REGISTERED AGENT

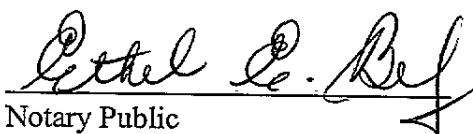
I, **THE UNDERSIGNED**, accept appointment as registered agent for SUPERIOR DEVELOPMENT SYSTEMS, INC. and state that I am familiar with and accept the obligations provided for in § 607.0505 Florida Statutes.



H. William Larson, Registered Agent

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 1-17-01, by H. William Larson, who is personally known to me.


Notary Public

Seal:

