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Florida Department of State
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To:
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From:
Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
Account Number : 110450000714
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FLORIDA PROFIT CORPORATION OR P.A.

PROJECT FINANCE DEVELOPMENT, INC.

Certificate of Status	0
Certified Copy	0
Page Count	05
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ARTICLES OF INCORPORATION
OF
PROJECT FINANCE DEVELOPMENT, INC.

The undersigned, acting as the incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I
NAME OF CORPORATION

The name of the corporation is Project Finance Development, Inc.

ARTICLE II
COMMENCEMENT AND DURATION OF
CORPORATE EXISTENCE

Corporate existence shall commence on the date the Articles are filed by the Department of State and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III
CORPORATE PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
CAPITAL STOCK

The corporation shall have authority to issue one hundred thousand (100,000) shares of Capital Stock with a par value of \$.01 per share. The shares of the corporation are not to be divided into classes.

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ARTICLE V
PRINCIPAL OFFICE

The principal office and mailing address of the corporation is:

3946 St. Johns Avenue, Suite 17-B
Jacksonville, Florida 32205

ARTICLE VI
REGISTERED OFFICE AND AGENT

The street address in Florida of the corporation's initial registered office is:

225 Water Street, Suite 2050
Jacksonville, Florida 32202

and the initial registered agent at such address is:

Stoneburner Berry & Simmons, P.A.

ARTICLE VII
INDEMNIFICATION

The corporation shall indemnify any present or future officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE VIII
BY-LAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended or repealed by the board of directors.

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ARTICLE IX
INCORPORATOR

The name and address of the incorporator is as follows:

Name	Address
Sidney S. Simmons, II	225 Water Street, Suite 2050 Jacksonville, Florida 32202

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation at Jacksonville, Florida on the 9 day of February, 2001.



Sidney S. Simmons, II
Incorporator

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DESIGNATION OF REGISTERED AGENT

In compliance with Section 48.091 and 607.0501, Florida Statutes, the following is submitted:

That **Project Finance Development, Inc.**, desiring to organize under the laws of the State of Florida, with its principal place of business in Jacksonville, Florida, has named **Stoneburner Berry & Simmons, P.A.**, located at 225 Water Street, Suite 2050, Jacksonville, Florida, 32202, as its agent to accept service of process within Florida.

PROJECT FINANCE DEVELOPMENT, INC.

By: *Sidney S. Simmons II*
Sidney S. Simmons, II
Incorporator

Dated: February 9, 2001

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties. In addition, the undersigned hereby acknowledges that it is familiar with, and accepts, the obligations provided for in Section 607.0505, Florida Statutes.

STONEBURNER BERRY & SIMMONS, P.A.

By: *Sidney S. Simmons II*
its Chairman

Dated: February 9, 2001

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