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*The Law Offices of*  
**Lauren B. Zimmerman**

*Reply to:*  
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March 13, 2001

Secretary of State  
Division of Corporations  
P.O. Box 627  
Tallahassee, Florida 32314

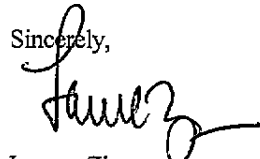
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\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: TBR DEVELOPMENT INC.

Dear Secretary of State,

Enclosed are our Articles of Incorporation and the application fee of \$78.75 to TBR Development, Inc.

Sincerely,



Lauren Zimmerman  
Incorporator

cc: Scott Zimmerman  
Fred Anderson

FILED  
01 MAR 19 PM 3:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JK 3/22

**ARTICLES OF INCORPORATION  
OF  
TBR DEVELOPMENT INC.**

**ARTICLE I  
NAME AND DURATION**

The name of the corporation is TBR Development, Inc. The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Secretary of the State.

**ARTICLE II  
PRINCIPAL OFFICE**

The principal office is located at 323 East Church Street, Orlando, Florida 32801

**ARTICLE III  
REGISTERED OFFICE AND AGENT**

The address of the registered office in the State of Florida is 323 E. Church Street, Orlando, Florida 32801. The name of the registered agent at such address is Scott Zimmerman.

**FILED**  
01 MAR 19 PM 3:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE IV  
CORPORATE PURPOSE, POWERS AND RIGHTS**

1. The nature of the business to be conducted or promoted and the purpose of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.
2. In furtherance of its corporate purpose, the Corporation shall have all the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

**ARTICLE V  
CAPITAL STOCK**

1. The total number of shares of capital stock which the Corporation has the authority to issue is 2000 shares of Common Stock ("Common Stock"), 10.00 par value per share.

**ARTICLE VI  
INCORPORATOR**

The name and mailing address of the incorporator of this corporation is as follows:

Name	Address
Lauren Zimmerman	46 Minnehaha Circle Maitland, Florida 32751

ARTICLE VII  
BOARD OF DIRECTORS

1. The number of members of the Board of Directors may be increased or diminished from time to time by the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.
2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.
3. The names and mailing addresses of the persons who shall serve as directors of the Corporation until the first annual meeting of the shareholders are as follows:

Name	Address
Scott Zimmerman	46 Minnehaha Circle Maitland, Florida 32751
Fred Anderson, President FDA and Associates, Inc.	8910 North Dale Mabry #27 Tampa, Florida 33614

ARTICLE VIII  
AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE IX  
BYLAWS

The power to adopt, amend or repeal bylaws for the management of this Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE X  
INDEMNIFICATION

The Corporation shall indemnify any incorporator, officer or director, or any former incorporator, officer or director, to the full extent permitted by law.

ARTICLE XI  
TRANSFER OF SHARES

If, from time to time, a shareholders' agreement among all of the shareholders of the Corporation is in effect regarding the Subchapter "S" status of the Corporation pursuant to the Internal Revenue Code of the United States in effect from time to time, the transfer of the Corporation's Common Stock made not in accordance with such agreement, whether by operation of law or otherwise, are null and void.

ARTICLE XII  
PREEMPTIVE RIGHTS

The shareholders of the Corporation shall have the preemptive right to acquire un-issued or treasury shares of the Corporation as provided in Florida Statutes § 607.0603.

The undersigned for the purposes of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have according hereunder set my hand and seal.

DATED at Orlando, Orange County, Florida, this 12 day of March, 2001

By: [Signature]  
Scott Zimmerman  
President

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FILED

### REGISTERED AGENT CERTIFICATE

In pursuance of the Florida Business Corporation Act, the following is submitted, in compliance with said statute:

That TBR Development, Inc., desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at the City of Orlando, County of Orange, State of Florida, has named **Scott Zimmerman**, located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

### ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent for the above-stated Corporation, at the place designated in this Certificate, the undersigned, by and through its duly elected officer, hereby accepts to act in this capacity, and agrees to comply with the provision of said statute relative in keeping said office, and further states that it is familiar with section 607.0501, Florida Statutes.

By: [Signature]  
Title President

DATED: 3/12/01

STATE OF FLORIDA )  
 )  
COUNTY OF ORANGE ) SS.

The forgoing instrument was acknowledged before me this 12 day of March, 2001, by Scott Zimmerman. He is personally known to me or produced, \_\_\_\_\_ as identification.

Shelly R. Frisco

Shelly R. Frisco

(Notary Name Printed)

NOTARY PUBLIC

Commission No. 12-6-2003

CC 892994

