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PROFESSIONAL ASSOCIATION

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JOEL A. SAVITT

OF COUNSEL SUSAN L. ALSPECTOR ALAN B. GEST TELEPHONE (305) 936-8844 FAX (305) 936-1804

04/9/01

April 24, 2001

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New Filing Section Division of Corporations Florida Department of State P.O. Box 6327 Tallahassee, FL 32314

Re:

Arthur Development Corporation

Our File No. 01-077

Gentleman:

Enclosed please find the original and a copy of the proposed Articles of Incorporation for "Arthur Development Corporation" together with a check in the amount of \$78.75.

This check represents the \$35.00 filing fee, \$8.75 for a certified copy of the Articles of Incorporation and \$35.00 fee for the Registered Agent Designation for this corporation.

Very truly yours,

JOEL A. SAVITT

JA\$/em

Enclosures as stated

FILED

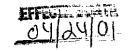
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION



OF

ARTHUR DEVELOPMENT CORPORATION

I, the undersigned, for the purpose of forming a corporation for profit, pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

ARTICLE I NAME

The name of this corporation is Arthur Development Corporation.

ARTICLE II BUSINESS ADDRESS

The business address of this corporation is:

3341 North 34th Street Hollywood, Florida 33021

OI APR 26 AM II: 54 SECKE LAND OF STALLAHASSEE, FLORIDA

ARTICLE III DURATION

This corporation shall have perpetual existence commencing on the date of signing of the Articles of Incorporation by the Incorporator herein.

ARTICLE IV PURPOSE

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

ARTICLE V CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of One (\$1.00) Dollar par value common stock, which shall be designated "Common Shares."

ARTICLE VI VOTING RIGHTS

Each share of common stock of this corporation shall entitle the holder of record thereof to one (1) vote upon each proposal presented at lawful meetings of the stockholders.

ARTICLE VII PREEMPTIVE RIGHTS

There shall be no preemptive rights in any stock herein issued or hereafter issued.

ARTICLE VIII INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 3341 North 34th Street, Hollywood, Florida 33021, and the name of the initial registered agent of this corporation at that address is Gary Arthur.

ARTICLE IX INITIAL BOARD OF DIRECTORS AND OFFICER

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but never less than one (1). The name and address of the initial director and officer of this corporation is:

Gary Arthur - President 3341 North 34th Street Hollywood, Florida 33021

ARTICLE X INCORPORATOR

The name and address of the Incorporator is:

Gary Arthur 3341 North 34th Street Hollywood, Florida 33021 IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation

on this 1 day of April, 2001.

Gary Author

Initial Director/Incorporator

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

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

That Arthur Development Corporation desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 3341 North 34th Street, Hollywood, Florida 33021, names Gary Arthur, located at 3341 North 34th Street, Hollywood, Florida 33021, as its agent to accept service of process within the State of Florida.

Gary Arthur

Incorporator

Dated: April <u></u>, 2001

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Gary Arthur Registered Agent

Dated: April 19, 2001

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TAIL AND SEED OF SHALL