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From:

Account Name : JOHNSON, BLAKELY, POPE, BOKER, RUPPEL & BURNS, P.A.
Account Number : 076666002140
Phone : (727) 461-1818
Fax Number : (727) 441-8617

FLORIDA PROFIT CORPORATION OR P.A.

COTTON BAY DEVELOPMENT GROUP, INC.

Certificate of Status	1
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ARTICLES OF INCORPORATION
OF
COTTON BAY DEVELOPMENT GROUP, INC.

ARTICLE I - Name and Address

The name of this corporation is COTTON BAY DEVELOPMENT GROUP, INC. The mailing address of the corporation is 358 - 44th Avenue, St. Petersburg Beach, Florida 33706, and the address of the corporation's principal office is 358 - 44th Avenue, St. Petersburg Beach, Florida 33706.

ARTICLE II - Effective Date and Duration

This corporation shall have perpetual existence.

ARTICLE III - Capital Stock

This corporation is authorized to issue 1,000,000 shares of common stock, which shall be designated as "Common Shares." The par value of each share of stock shall be One Cent (\$0.01).

ARTICLE IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 358 - 44th Avenue, St. Petersburg Beach, Florida 33706, and the name of the initial registered agent of this corporation at that address is PAUL JOHANNESSON.

ARTICLE V - Incorporator

The name and address of the person signing these Articles are:

<u>Name</u>	<u>Address</u>
PAUL JOHANNESSON	358 - 44 th Avenue St. Petersburg Beach, FL 33706

Prepared By:

Michael T. Cronin, Esquire
Johnson, Blakely, Pope, Bokor,
Ruppel & Burns, P.A.
911 Chestnut Street
Clearwater, Florida 33756
FL Bar No. 0469841
(727) 461-1818

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ARTICLE VI - Indemnification

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

ARTICLE VII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 5th day of December, 2001.


PAUL JOHANNESSON

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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

Pursuant to Fla. Stat. §48.091, COTTON BAY DEVELOPMENT GROUP, INC., desiring to organize under the laws of the State of Florida, hereby designates PAUL JOHANNESSON, located at 358 - 44th Avenue, St. Petersburg Beach, Florida 33706, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process


PAUL JOHANNESSON

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