

**CORPORATE
ACCESS,
INC.**

P01000116559

236 East 6th Avenue . Tallahassee, Florida 32303

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1.) *Brightwater Development Group, Inc.*
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**ARTICLES OF INCORPORATION
OF
BRIGHTWATER DEVELOPMENT GROUP, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is **BRIGHTWATER DEVELOPMENT GROUP, INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 904 Brightwater Circle, Maitland, FL 32551.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation will have one class of stock and is authorized to have outstanding 10,000 shares (with a par value of \$1.00 per share) at any one time. The one class of stock has unlimited voting rights and, upon dissolution, is entitled to receive the net assets of the corporation.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 99 Sixth Street, S. W., Winter Haven, FL 33880-7900, and the name of the initial registered agent of this corporation at that address is Robert J. Stambaugh.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

There shall be a Board of Directors for this corporation, which shall consist of two Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one.

ARTICLE VII - INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation are:

Robert J. Stambaugh
99 Sixth Street, S. W.
Winter Haven, FL 33880-7900

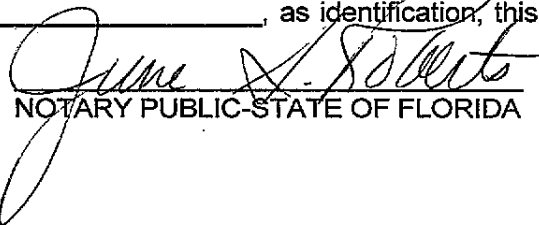
The original incorporators of this corporation may sell, exchange, assign, or transfer all of the stock subscribed for in these Articles of Incorporation, and deliver these Articles of Incorporation, together with the good will and corporate franchises of this corporation to the transferees or assignees; and in such event, all current Directors shall thereupon expire and a new election shall be called and held by the transferees for the election of new Directors to hold office until their successors are elected and qualify thereafter in due course from time to time.

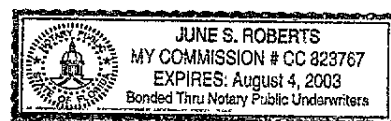
IN WITNESS WHEREOF, the incorporators have hereunto set their hands and seals and acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 7th day of December, 2001.


ROBERT J. STAMBAUGH

STATE OF FLORIDA
COUNTY OF POLK

The foregoing was acknowledged before me by ROBERT J. STAMBAUGH, who is personally known to me, or who produced _____, as identification, this 7th day of December, 2001.


NOTARY PUBLIC-STATE OF FLORIDA



**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OF DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

In accordance with Chapter 607.0505, Florida Statutes, the following is submitted in compliance with said Act:

BRIGHTWATER DEVELOPMENT GROUP, INC. desiring to organize under the laws of the State of Florida, with its principal office in the City of Maitland, County of Orange, and State of Florida, has named Robert J. Stambaugh, 99 Sixth Street, S. W., Winter Haven, Polk County, FL 33880-7900, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated herein, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Dated: December 7, 2001.


ROBERT J. STAMBAUGH

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA