71100C

ACCOUNT NO.: 072100000032

REFERENCE: 335106

7183750

AUTHORIZATION :

COST LIMIT: \$ 87.50

ORDER DATE: December 12, 2001

ORDER TIME : 11:43 AM

ORDER NO. : 335106-005

CUSTOMER NO:

7183750

CUSTOMER:

Norma .. Mcgrath, Legal Asst

Paradise Development Group,

2901 Rigsby Lane

Safety Harbor, FL 34695

DOMESTIC FILING

NAME: PD II, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

__ CERTIFIED COPY

___ PLAIN STAMPED COPY

___ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

FILED

ARTICLES OF INCORPORATION OF PD II, INC.

2001 DEC 12 PM 2: 34

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, as incorporator, forms a corporation within the meaning of the applicable provisions of Florida Statutes, Chapter 607.

ARTICLE I. NAME

The name of this Corporation is PD II, INC.

ARTICLE II. PRINCIPAL OFFICE

The initial principal address of this Corporation is:

2901 Rigsby Lane Safety Harbor, FL 34695

ARTICLE III. REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this Corporation and the street address of the Registered Office is as follows:

Name:

ROBERT A. FORLIZZO

Address:

2903 Rigsby Lane

Safety Harbor, FL 34695

ARTICLE IV. INCORPORATOR

The name and address of the Incorporator of this Corporation is:

Name:

ROBERT A. FORLIZZO

Address:

2903 Rigsby Lane

Safety Harbor, FL 34695

ARTICLE V. CAPITAL STOCK

This Corporation is authorized to issue 9,000 shares of \$.01 par value common stock.

IN WITNESS WHEREOF, the undersigned, as incorporator, has hereunto set the undersigned's hand and seal this 11th day of December, 2001, for the purpose of organizing this Corporation under the laws of the State of Florida.

ROBERT A. FORLIZZO

ACKNOWLEDGMENT:

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

Date: December 11, 2001

ROBERT A. FORLIZZO

F:\word\connor\pd\articlesofincorpPDII

2001 DEC 12 PM 2: 34
SECRETARY OF STATE
TALLARY SEEF FLORING