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Swann & Hadley, P.A.
Attorneys and Counselors at Law

Pervie P. Swann (1895-1984)

Stuart P. Buchanan
Ralph V. Hadley, III
Richard R. Swann

Of Counsel:
L. Pharr Abner

1031 W. Morse Boulevard
Suite 160
Winter Park, Florida 32789
Telephone (407) 647-2777
Fax (407) 647-2157

13 December 2001

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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*****78.75 *****78.75

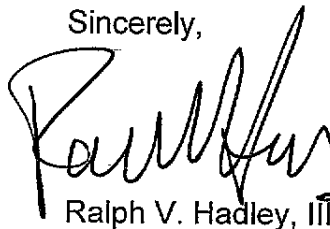
Re: DMC Development, Inc.

Dear Sir or Madam:

Enclosed for filing please find the original and one copy of the Articles of Incorporation for filing in regard to the above-referenced corporation, along with our firm check in the amount of \$78.75 which represents your \$35.00 filing fee, \$35.00 Registered Agent Designation and \$8.75 for a certified copy of same.

Please forward the certified copy to my office in the enclosed self-addressed and stamped envelope provided for your convenience. Thank you very much for your assistance in this regard. Should you have any questions whatsoever, please do not hesitate to contact me.

Sincerely,


Ralph V. Hadley, III

FILED
01 DEC 31 AM 8:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

W-29133
RVH:mm
Enclosure

01-02-02
D



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 20, 2001

SWANN & HADLEY, P.A.
ATTN: RALPH V. HADLEY, III
1031 W MORSE BLVD STE 160
WINTER PARK, FL 32789

SUBJECT: DMC DEVELOPMENT, INC.
Ref. Number: W01000029133

We have received your document for DMC DEVELOPMENT, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

An effective date may be added to the Articles of Incorporation **if a 2002 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 101A00066674

**ARTICLES OF INCORPORATION
OF
DMC Real Estate Development, Inc.**

FILED

01 DEC 31 AM 8:10

**SECRETARY OF STATE
TALLAHASSEE FLORIDA**

The undersigned, acting as the sole incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be **DMC Real Estate Development, Inc.**

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address of the corporation shall be: 24 Old Post Road, Longwood, Florida, 32779.

ARTICLE III - TERM OF EXISTENCE

The corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually.

ARTICLE IV - GENERAL PURPOSE

The general purpose for which the corporation is organized shall be to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding is seventy-five hundred (7,500) shares, which shall be designated Common Shares with a par value of One Dollar (\$1.00) per share.

**ARTICLE VI - INITIAL REGISTERED
OFFICE AND REGISTERED AGENT**

The initial street address of the registered office of the corporation in the state of Florida is 24 Old Post Road, Longwood, Florida, 32779. The name of the initial registered agent of the corporation at such address is Douglas M. Cook.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

- A. The initial number of directors of the corporation shall be one (1).
- B. The number of directors of the corporation may be increased or decreased from time to time pursuant to By-Laws adopted by the shareholders, but shall never be less than the minimum number of directors required by applicable law.

C. The names and addresses of the initial members of the Board of Directors, who shall hold office until their successors are duly elected and have qualified, are:

Name

Address:

Douglas M. Cook

24 Old Post Road, Longwood, Florida, 32779

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator of the corporation is:

Name

Address:

Douglas M. Cook

24 Old Post Road, Longwood, Florida, 32799

ARTICLE IX - BY-LAWS

The power to adopt, amend, or repeal By-Laws for the management of the corporation shall be vested solely in the shareholders of the corporation.

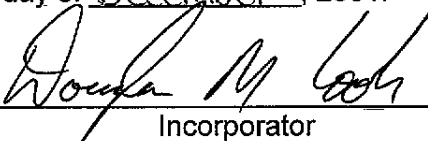
ARTICLE X - AMENDMENT TO ARTICLES

These Articles of Incorporation may be amended in any manner permitted by law.

ARTICLE X1 - INDEMNIFICATION

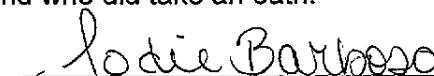
The corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Winter Park, Florida, this 27th day of December, 2001.


Incorporator

STATE OF FLORIDA)
COUNTY OF ORANGE)

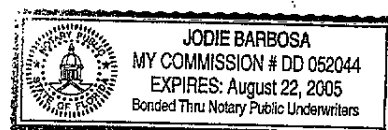
The foregoing instrument was acknowledged before me this 27th day of December, 2001, by **DOUGLAS M. COOK** who is personally known to me or has provided _____ (type of identification) and who did take an oath.


NOTARY PUBLIC

Printed Name:

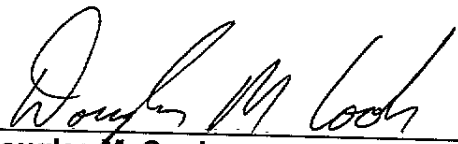
(NOTARIAL SEAL)

My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned, Douglas M. Cook, as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that he is familiar with, and accepts, the obligations imposed pursuant to Section 607.0505 the Florida Business Corporation Act.



Douglas M. Cook