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April 16, 2002

FLORIDA DEPARTMENT OF STATE
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

FILED
02 APR 19 AM 8:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: SUNNYBREEZE DEVELOPMENT INC.

Gentlemen:

Enclosed herewith are the original and one copy of Articles of Incorporation for the referenced corporation. Also, enclosed is my check in the amount of \$78.75 representing the following fees:

Filing fee	\$35.00
Certified copy	\$ 8.75
Registered Agent fee	\$35.00

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Please file the original of the enclosed Articles of Incorporation and return a certified copy to me.

Thank you for your assistance in this matter. If you have any questions regarding same, please do not hesitate to contact me.

Sincerely,

BROWN & WALDRON

Eugene E. Waldron, Jr.
Eugene E. Waldron, Jr.

EEWJr/caw

Enclosures

g4/bs

FILED

02 APR 19 AM 8:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SUNNYBREEZE DEVELOPMENT, INC.**

(Section 607.0202, Florida Statutes)

The undersigned, acting as Incorporators of a Corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

1. Name. The name of this Corporation is SUNNYBREEZE DEVELOPMENT, INC.
2. Duration. The period of its duration is perpetual.
3. Purpose. The purpose of this Corporation is to engage in any activities or business permitted under the laws of the United States and Florida.
4. Capital Stock. The Corporation is authorized to issue ten thousand (10,000) shares, all of one class, at One Dollar (\$1.00) par value.
5. Principal Office. The address of the principal office and the mailing address of the corporation are as follows:

Principal Office	Mailing Address
124 N. Brevard Avenue Arcadia, Florida 34266	124 N. Brevard Avenue Arcadia, Florida 34266

6. Initial Registered Office and Agent. The name and address of the initial registered agent of this Corporation are as follows:

Eugene E. Waldron, Jr., Esquire
124 North Brevard Avenue
Arcadia, Florida 34266

7. Initial Board of Directors. This Corporation shall have Three (3) directors initially. The names and addresses of the initial directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Paul Hope	11495 SW Pine Arcadia, Florida 34266
Jack Huber	1697 SW Oregon Avenue Arcadia, Florida 34266
Paul Sands	1201 Airport Rd. Coatesville, PA 19320

8. Incorporator. The names and addresses of the Incorporator signing these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Eugene E. Waldron Jr.	124 N. Brevard Avenue Arcadia, Florida 34266

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

10. Pre-emptive Rights. Each shareholder of this Corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this Corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this Corporation, in the ratio that the number of shares he or she holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the Corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his or her pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the Corporation within thirty (30) days of receipt of notice from the Corporation.


IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 16 day of April 2002.

Eugene E. Waldron
EUGENE E. WALDRON JR.
Incorporator

STATE OF FLORIDA:
COUNTY OF DESOTO:

The foregoing instrument was acknowledged before me this 16th day of APRIL, 2002, by EUGENE E. WALDRON JR. who is personally known to me.

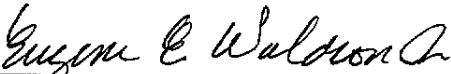
Cynthia A. Waldron
Notary Public
State of Florida at Large
My Commission No.

 Cynthia A Waldron
My Commission CC906166
Expires January 30, 2004

ACCEPTANCE

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

Dated this 16th day of APRIL, 2002.



EUGENE E. WALDRON, JR.
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA