

P02000047583

LAWRENCE P. BRODIE

COUNSELOR AT LAW

525 CAMDEN AVENUE
STUART, FLORIDA 34994

FACSIMILE (561) 221-0113
TELEPHONE (561) 221-0110

April 2, 2002

800005205958-13
-04/03/02--01075-023
*****78.75 *****78.75

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

Re: Articles of Incorporation
G & S Land Development, Inc.

FILED
02 APR 30 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

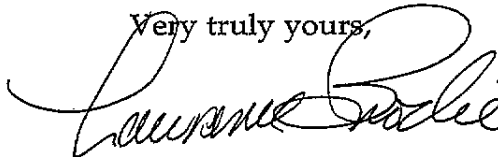
Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of the above corporation and a check in the amount of \$78.75 (\$35.00-filing fee, \$35.00-Registered Agent Designation, and \$8.75-certified copy). Upon filing, please return a certified copy of the Articles.

To: Lawrence P. Brodie
525 S. W. Camden Avenue
Stuart, FL 34994
Telephone: (561) 221-0110

Thank you in advance for your attention to this matter.

Very truly yours,



Lawrence P. Brodie

rlb
Enclosures

W02-10639
g 4/16



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 16, 2002

LAWRENCE P. BRODIE
525 S.W. CAMDEN AVE.
STUART, FL 34994

SUBJECT: G & S LAND DEVELOPMENT, INC.
Ref. Number: W02000010639

We have received your document for G & S LAND 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.

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) 245-6878.

Alan Crum
Document Specialist
New Filing Section

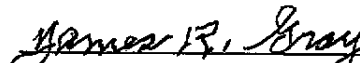
Letter Number: 002A00022492

ARTICLES OF INCORPORATION
OF
JG & S LAND DEVELOPMENT, INC.

FILED
02 APR 30 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of this Corporation is JG & S LAND DEVELOPMENT, INC. (the "Corporation").
2. The street address of the initial principal office of the Corporation is 13580 S. E. Ranchland Avenue, Hobe Sound, FL 33455; the mailing address of the initial principal office of the Corporation is Post Office Box 338, Hobe Sound, FL 33455.
3. The Corporation shall have the authority to issue 1,000,000 shares of Common Stock, par value \$.001 per share.
4. The name and street address of the initial registered agent of the Corporation is Lawrence P. Brodie, 525 S. W. Camden Avenue, Stuart, Florida 34994.
5. The name and address of the incorporators are:
James R. Gray

Dated: April 25, 2002


James R. Gray, Incorporator

JG & S LAND DEVELOPMENT, INC.
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

FILED
02 APR 30 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

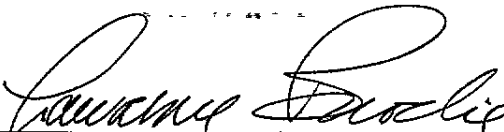
PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OF THE FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is JG & S Land Development, Inc.
2. The name and address of the registered agent and office is

Lawrence P. Brodie
525 S. W. Camden Avenue, Stuart, Florida 34994

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: April 25, 2002



Lawrence P. Brodie, Registered Agent