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August 2, 2002

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WALTERMOONPA

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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*****70.00 *****70.00

RE: HIGHPOINT DEVELOPMENT GROUP, INC.

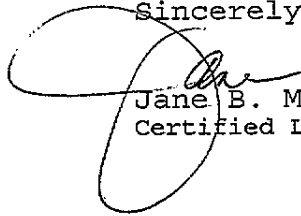
Dear Sir:

Enclosed please find the original and one copy of Articles of Incorporation for the new corporation listed above. Enclosed is our check in the amount of \$70.00 which represents the following:

Filing Fee	\$ 35.00
Registered Agent Designation	<u>35.00</u>
Total Filing Fee	\$ 70.00

Thank you for your assistance in this matter and if you need anything additional, please let us know.

Sincerely,



Jane B. Moon, CLA
Certified Legal Assistant

/jbm
Enclosure

FILED
02 AUG -5 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Bm 8/6

ARTICLES OF INCORPORATION
OF

HIGHPOINT DEVELOPMENT GROUP, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida and pursuant to the provisions of the laws of such state, providing for formation, liability, rights, privileges, benefits and obligations conferred and imposed by such laws on corporations organized pursuant to the provisions there of, and do hereby make, subscribe, acknowledge and agree to and file these Articles of Incorporation as follows:

ARTICLE I.
NAME

The name of the corporation shall be HIGHPOINT DEVELOPMENT GROUP, INC.

ARTICLE II.
ADDRESS

The street address of the principal office of the corporation shall be 20507 Netherland Street, Orlando, Fl 32833.

ARTICLE III.
NATURE AND DURATION OF CORPORATE BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and under the laws of Florida. The corporation shall have perpetual existence.

ARTICLE IV.
CAPITAL STOCK

This corporation is authorized to issue a maximum of 7,500 shares of stock. The shares of stock authorized shall be common stock having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V.
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The corporation's initial Registered Agent and Registered office in the State of Florida shall be WALTER R. MOON, 1218 E. Robinson Street, Orlando, FL 32801.

**ARTICLE VI.
PRE-EMPTIVE RIGHTS**

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

**ARTICLE VII.
INCORPORATOR**

The name and address of the initial incorporator of this corporation shall be LORI A. DERA, 20507 Netherland Street, Orlando, Fl 32833.

**ARTICLE VIII.
NAMES OF OFFICERS**

The names of the officers who shall serve until the first election to be held at the first annual meeting of the Board of Directors are as follows:

President and Treasurer	CHRISTOPHER DERA
Vice President and Secretary	LORI A. DERA

**ARTICLE IX.
NAMES OF DIRECTORS**

The following two (2) persons shall constitute the membership of the first Board of Directors who shall serve until the first election of members of the Board of Directors at the first annual meeting of the members:

CHRISTOPHER DERA
LORI A. DERA

**ARTICLE X.
BYLAWS**

The bylaws of this corporation shall be adopted by the initial Board of Directors at the organizational meeting of the corporation and thereafter may not be deleted or modified, but may be supplemented when in the opinion of a majority of the Board of Directors at a regular or special meeting such supplementation is deemed necessary. All questions of interpretation of the bylaws shall be decided by the Board of Directors.

**ARTICLE XI.
AMENDMENT**

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.

IN WITNESS WHEREOF, the undersigned incorporator, for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

Lori Dera
LORI A. DERA
Incorporator

I HEREBY am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Dated August 1, 2002.
Walter R. Moon
WALTER R. MOON
Registered Agent

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, a notary public authorized to take acknowledgments in the state and county named above personally appeared LORI A. DERA, to be well known to be the person described as incorporator in the foregoing Articles of Incorporation and he acknowledged before me that he executed said Articles of Incorporation.

Witness my hand and official seal this 1st day of August, 2002.

Jane B. Moon
NOTARY PUBLIC
My Commission Expires:



Jane B. Moon
MY COMMISSION # DD111962 EXPIRES
July 21, 2006
BONDED THRU TROY FAIR INSURANCE, INC.

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA