

CSC

ACCOUNT NO. : 072100000032

REFERENCE : 764274 10820A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : September 30, 2002

ORDER TIME : 11:42 AM

ORDER NO. : 764274-005

CUSTOMER NO: 10820A

CUSTOMER: Nancy Barnes, Office Manager
Carey O'malley Whitaker &
Manson, P.a.
712 South Oregon Avenue

Tampa, FL 33606

700008104357--5

-03/30/02--01057--004

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

DOMESTIC FILING

NAME: THOMPSON DEVELOPMENT
CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS:



RECEIVED
02 SEP 30 PM 12:58
DIVISION OF CORPORATION

FILED
02 SEP 30 PM 1:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
THOMPSON DEVELOPMENT CORPORATION**

FILED
02 SEP 30 PM 1:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation.

ARTICLE 1

Name

The name of this corporation is Thompson Development Corporation.

ARTICLE 2

Principal Address / Mailing Address

The principal address and the mailing address of this corporation are 821 South Willow Avenue, Tampa, Florida 33606.

ARTICLE 3

Shares

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE 4

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 821 South Willow Avenue, Tampa, Florida 33606, and the name of the initial registered agent of this corporation at that address is Andrew M. Thompson.

ARTICLE 5

Incorporator

The name and address of the person signing these Articles are:

Andrew M. Thompson
821 South Willow Avenue
Tampa, Florida 33606

ARTICLE 6

Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than two (2). The name and address of the initial directors of this corporation are:

Andrew M. Thompson
821 South Willow Avenue
Tampa, Florida 33606

Marcia R. Thompson
821 South Willow Avenue
Tampa, Florida 33606

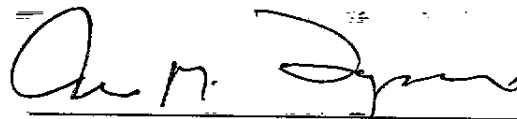
The method of election of directors will be as stated in the Bylaws.

ARTICLE 7

Indemnification

The corporation may enter into indemnification agreements and adopt Bylaw provisions for indemnification of any officer or director, or any former officer or director, or may provide, at the corporation's election, for indemnification of any officer or director, or any former officer or director, without agreement or Bylaw provisions to the full extent permitted by law. The corporation shall not be subject to court-ordered indemnification pursuant to Section 607.0850(9), Florida Statutes.

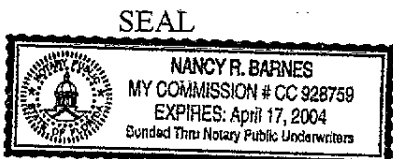
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 27th day of September, 2002.



Andrew M. Thompson

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 27th day of September, 2002, by Andrew M. Thompson.

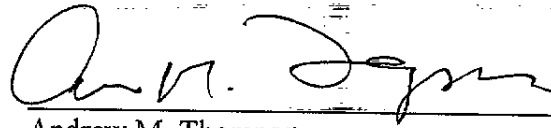


Nancy R. Barnes
Print Name of Notary

Personally known X
or Produced Identification _____
Type of Identification Produced _____

Acceptance of Registered Agent

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment of 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.



Andrew M. Thompson
821 South Willow Avenue
Tampa, Florida 33606

225.743.927

FILED
02 SEP 30 PM 1:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA