

P02000109268
JOSEPH L. BOLES, JR.
Attorney at Law

19 Riberia Street
St. Augustine, Florida 32084

Voice: (904) 824-4278
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October 4, 2002

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32031

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-10/09/02--01024--003
*****70.00 *****70.00

RE: Mathis Development, Inc.

Dear Sir/Madam:

Please find enclosed the original and one (1) copy of the Articles of Incorporation for the above-named proposed Florida corporation. Additionally, please find enclosed a check in the amount of \$70.00 representing payment of same.

Please file the enclosed Articles of Incorporation and return a copy to our office.

Thank you for your courtesies in this matter.

Sincerely,



Kristi Robertson
Assistant to Mr. Boles

/kwz
enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 OCT -9 AM 9:05

10-10-02
190

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 OCT -9 AM 9:05

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

THE UNDERSIGNED incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I: The name of this corporation is Mathis Development, Inc.

ARTICLE II: The principal place of business and mailing address of this corporation is 701 El Vergel Lane, St. Augustine, FL 32080.

ARTICLE III: The initial number of shares which this corporation is authorized to have outstanding at any time is 600 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV: The initial registered office of this corporation shall be 120 Charlotte Street, St. Augustine, FL 32084, and the initial registered agent of the corporation at such shall be **JOSEPH L. BOLES, JR.**, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

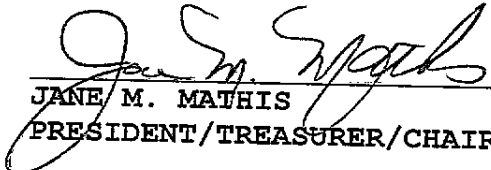
ARTICLE V: The corporation is to exist perpetually. The corporation shall be able to engage in any and all businesses that are in accordance with any and all State and/or Federal laws

ARTICLE VI: The names and street addresses of the incorporators to these Articles of Incorporation are:

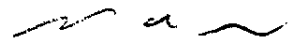
JANE M. MATHIS
701 EL VERGEL LANE
ST. AUGUSTINE, FL 32080

ROBERT K. MATHIS, JR.
701 EL VERGEL LANE
ST. AUGUSTINE, FL 32080

The undersigned have executed these Articles of Incorporation this 01 day of OCTOBER, 2002.



JANE M. MATHIS
PRESIDENT/TREASURER/CHAIRPERSON

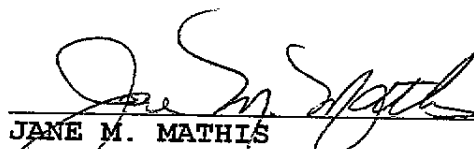


ROBERT K. MATHIS, JR.
VICE PRESIDENT/SECRETARY

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.05-1, 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 Mathis Development, Inc.
2. The name and address of the registered agent and office is: JOSEPH L. BOLES, JR., 19 Riberia St., St. Augustine, FL 32084.



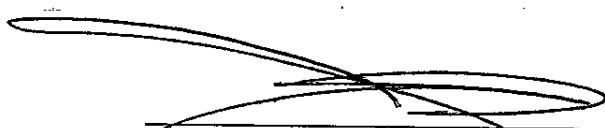
JANE M. MATHIS
PRESIDENT/TREASURER/CHAIRPERSON
Date: 10/4, 2002



ROBERT K. MATHIS, JR.
VICE PRESIDENT/SECRETARY
Date: 10-04, 2002

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Mathis Development, Inc., at the place designated in the Articles of Incorporation, JOSEPH L. BOLES, JR. agrees to comply with the provisions of Section 48.091, relative to keeping open such office.



JOSEPH L. BOLES, JR.
Date: 10-4, 2002
mathisi.02m