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PICK-UP WAIT MAIL

(Business Entity Name)

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W03-11564

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
2003 MAY -9 PM 3:06

FILED

5-09-03
5-10-03

TRANSMITTAL LETTER

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

SUBJECT: **ONYX DEVELOPMENT CORPORATION**
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate
ADDITIONAL COPY REQUIRED	

Corey Viltz
Name (Printed or typed)

2911 Melaleuca Drive #7
Address

West Palm Beach, Fl. 33406
City, State & Zip

1-561-827-4235
Daytime Telephone number



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 23, 2003

COREY VILTZ
2911 MELALEUCA DRIVE #7
WEST PALM BEACH, FL 33406

SUBJECT: ONXY DEVELOPMENT CORPORATION
Ref. Number: W03000011564

We have received your document for ONXY DEVELOPMENT CORPORATION and your check(s) totaling \$87.50. 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) 245-6928.

Tim Burch
Document Specialist
New Filings Section

Letter Number: 403A00024619

SECRETARIAT OF STATE
TALLAHASSEE, FLORIDA

03 MAY -9 AM 10:24

RECEIVED

**ARTICLES OF INCORPORATION
OF
ONYX DEVELOPMENT GROUP, INC.**

The undersigned, acting as an incorporator of, ONYX DEVELOPMENT GROUP, INC. In compliance with Chapter 607 and / or Chapter 621, F.S. (Profit), adopts the following Articles of Incorporation.

**ARTICLE I
NAME**

The name and address of this principal corporation is ONYX DEVELOPMENT GROUP, INC. 291 I Melaleuca Drive #7, West Palm Beach, Florida 33406, in Palm Beach County. The corporation is organized pursuant to the FLORIDA profit Corporation Code.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLE II
COMMENCEMENT OF EXISTENCE**

The duration of this corporation shall be perpetual. The existence of the corporation will commence on the date of filing of the Articles of Incorporation.

**ARTICLE III
PURPOSE**

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural might or could do, and in addition thereto engage in any activity or business permitted under the laws of the Sate of Florida.

- A) To import, export, purchase, obtain on consignment or other wise be in possession of all goods appliances to otherwise purchase lease build construct erect occupy and manage buildings of every kind and character whatsoever to finance the purchase, improvement, development and character whatsoever: to finance the purchase, improvement development and construction of land and buildings belonging to or to be acquired by this company, or any person, firm or corporation.
- B) To purchase, manufacture, acquire, hold, own mortgage, hypothecate, pledge, sell, assign, transfer, invest in, trade real and personal property of every kind and description.
- C) To subscribe for, purchase, invest in, hold, own assign pledge and otherwise dispose of shares of capital stock bond, mortgages debentures, notes and other securities, obligations, contracts and evidences of

- D) indebtedness of any person, firms, associations or other corporations, whether domestic or foreign, and to exercise in respect of any powers and privileges of individual ownership, including the right to vote thereon, to issue bonds and other obligations, and to secure the same by pledging or mortgaging the whole or any part of the property of the company, and to sell such bonds and other obligations for proper corporate value of the property at any time held by the company.
- E) To acquire, hold, undertake and fully exploit the good will, property rights. Franchises and assets of every kind, and the liabilities of any persons. Firm. Association or corporations. Either wholly or partly and to pay for the same in cash. Stocks or bonds of the company or otherwise.
- F) To borrow money and contract debts when necessary in the purchase or acquisition of real, personal and intangible property, business rights or franchises, or for additional working capital, or for any other object in or about its business or affairs and without limit as to amount, to incur debt and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidences of indebtedness of all kinds, whether secured by mortgage, pledge, deed of trust or otherwise.
- G) In any manner to acquire, enjoy, utilize and to dispose of patents, copyrights and trademarks, and any license or other rights or interest therein and thereunder.
- H) To conduct business and operations and to have one or more offices and hold, mortgage, lease, dispose of, deal in, and convey real and personal property without restrictions in this state and any other of the several states, territories, possessions, and dependencies of the United States, District of Columbia, and in any and all foreign countries.
- I) To purchase or otherwise acquire, become interested in deal in and with, invest in, hold, pledge, sell, mortgage, lend money on, exchange or otherwise dispose of or turn to account upon realize as owner, agent, broker, or factor, all forms of securities, including stocks, bonds, debentures, mortgages, notes, evidences or indebtedness, leases, options, certificates of interest, participation certificates, voting trust certificates, evidences shares of or interest or interest in common law trusts and trust estates or associations certificates of trust or beneficial interest in trust, mortgages, contracts and other instruments, securities and rights : to investigate and report with respect to and to undertake, carry on aid, assist or participate in the organizational liquidation or reorganization of financial, commercial, mercantile, manufacturing,

industrial or other business concerns, firms, associations and corporations, to institute, participate in or promote commercial, mercantile, financial and industrial enterprises and operations.

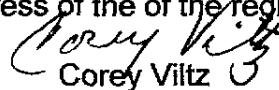
- J) To engage in and carry on any advertising business in connection with property of any nature, owned, leased or otherwise acquired by this corporation, as principal or agent with power to let contracts for any such advertising and to make and carry out contracts of every kind any nature that may be conducive to the accomplishments of any purpose of the Corporation.
- K) To do any and all things, and everything necessary and proper for the accomplishments of the objects enumerated in these articles of incorporations or any amendment thereto necessary and incidental to the protection and benefit of the corporation in general to carry on any lawful business necessary or incidental to the attainment of the objects of the corporation, whether or not such business is similar in nature to the objects set forth herein, it being understood that the enumeration of specific powers in this Certificate of Incorporation shall not be deemed to be exclusive but all other lawful powers conferred by the statutes of the State of Florida are hereby included.

ARTICLE IV AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 100 shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the Board or Directors and may be in whole or part in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE V REGISTERED OFFICE AND AGENT

The address of the Registered office is: 2911 Melaleuca Drive #7, Florida 33406, and the name and address of the registered agent of the corporation shall be:


Corey Viltz

2911 Melaleuca Drive #7
West Palm Beach, Florida 33461

**ARTICLE VI
BOARD OF DIRECTORS**

The corporation shall have (I) one director. The name and address of the person(s) appointed to act as the initial Director of this corporation are, who shall be the sole proprietor.

NAME	ADDRESS
Cory Viltz President/CEO	2911 Melaleuca Drive #7 West Palm Beach, Florida 33406

**ARTICLE VII
Amendment**

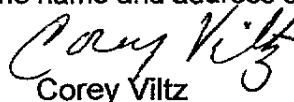
To the fullest extent permitted by the State Of Florida Business Corporation Act as it exists or may hereafter be amended, no person who is serving or who has served as a director of the corporation shall be personally liable to the corporation or any of its shareholders for monetary damages for breach of duty as a director. No amendment or repeal of this Article nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article shall eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment, repeal, or adoption.

**ARTICLE VIII
Voting**

The corporation elects to have pre-emptive rights. All shareholders of the corporation are entitled to accumulate their votes for directors. No amendment shall be made to this Article when the number of shares voting against the proposal to amend would be sufficient to elect a director by cumulative voting and such shares are entitled to be voted cumulatively for the election of directors.

ARTICLE IX

Executed on April 8, 2003 The name and address of the incorporator of this corporation shall be:


Corey Viltz

2911 Melaleuca Drive #7
West Palm Beach, Florida 33461

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

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, 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:

ONYX DEVELOPMENT GROUP, INC.

(must include suffix)

2. The name and address of the registered agent and office is:

Corey Viltz

(Name)

2911 Melaleuca Drive #7

(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

West Palm Beach, FL. 33406

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above state 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.

Corey Viltz

(Signature)

(Date)

5/1/03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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