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CLERK OF STATE
TALLAHASSEE, FLORIDA

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LAW OFFICES
OUGHTERSON, SUNDHEIM, & WOODS, P.A.

310 SW OCEAN BOULEVARD
STUART, FLORIDA 34994-2007

PHONE: (772) 287-0860 FAX: (772) 287-0422 E-MAIL: oswpa@bellsouth.net

FREDERICK C. SUNDHEIM, JR.
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*BOARD CERTIFIED REAL ESTATE LAWYER

SANDRA L. SUNDHEIM-STRAUSBAUGH

January 12, 2004

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

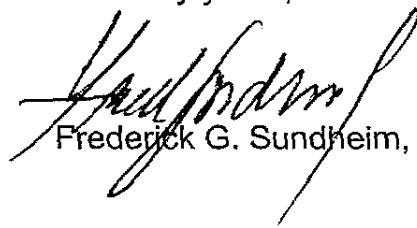
RE: Shaw Development, Inc.

Dear Sirs:

I have enclosed a check in the amount of \$78.75 to cover your filing fee and obtaining a certified copy of the enclosed Articles of Incorporation for the above corporation.

Once the Articles have been filed, please return the copy to my office marked as filed.

Sincerely yours,



Frederick G. Sundheim, Jr.

FGS:sn

Encls.

S-83C

cc: Mr. Alfred W. Shaw



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

January 23, 2004

FREDERICK G. SUNDHEIM, JR.
310 SW OCEAN BOULEVARD
STUART, FL 34994

SUBJECT: SHAW DEVELOPMENT, INC.
Ref. Number: W04000003034

We have received your document for SHAW 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) 245-6962.

Valerie Ingram
Document Specialist
New Filings Section

Letter Number: 904A00004288

**ARTICLES OF INCORPORATION
OF
SHAW DEVELOPMENT OF STUART, INC.**

ARTICLE I. NAME

The name of this corporation shall be SHAW DEVELOPMENT OF STUART, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE III. NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock without nominal or par value. One share having a nominal or par value of One (\$1.00) Dollar per share.

ARTICLE V. PRINCIPAL AND REGISTERED OFFICE

The street address of the principal office of this corporation in the State of Florida is 8155 SW Wildwood Drive, Stuart, FL 34997. The street address of the initial registered office of this corporation in the State of Florida is 8155 SW Wildwood Drive, Stuart, Martin County, Florida. The name of the initial registered agent at such address is Albert W. Shaw.

ARTICLE VI MANAGEMENT BY SHAREHOLDERS

The business of the corporation shall be managed by the shareholders or officers of the corporation. There will be no directors.

ARTICLE VII. OFFICERS

The names and street addresses of the subscribers of these Articles of Incorporation are:

Name	Address	Office
Albert W. Shaw	8155 SW Wildwood Drive Stuart, FL 34997	P/S
France H. Shaw	8155 SW Wildwood Drive	VP/T

ARTICLE VIII. BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Shareholders.

ARTICLE IX. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved (by the board of directors, proposed by them to the shareholders and approved) at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X. PREEMPTIVE RIGHTS

Upon the sale of any unissued or treasury shares of the corporation, each shareholder shall have the preemptive right to purchase his prorata share thereof at the price at which it is offered to others. This preemptive right is limited to the extent that no fractional shares will be issued or sold.

ARTICLE XI. INCORPORATOR

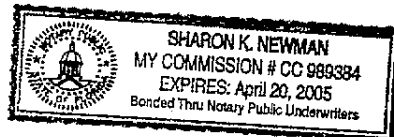
The name and address of the initial incorporator is Albert W. Shaw, 8155 SW Wildwood Drive, Stuart, FL 34997.

Albert W. Shaw
ALBERT W. SHAW

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 12 day of January, 2004, by Albert W. Shaw, who is _____ personally known to me or who has produced as identification _____.

Sharon K. Newman
Signature of Notary Public



Print, type or stamp commissioned
name of Notary Public

I, Albert W. Shaw, having been designated to act as Registered Agent, hereby consent to act in that capacity until removed or my resignation is submitted.

Albert W. Shaw
ALBERT W. SHAW

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TALLAHASSEE, FLORIDA