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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 9, 2004

GILES & ROBINSON, P.A.
% KATHERINE L. REID
390 N. ORANGE AVE., SUITE 2180
ORLANDO, FL 32801

SUBJECT: ROCKWELL DEVELOPMENT, INC.
Ref. Number: W04000045049

We have received your document for ROCKWELL DEVELOPMENT, INC.. However, the document has not been filed and is being returned for the following:

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.

The document number of the name conflict is V10418.

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) 245-6934.

Loria Poole
Document Specialist
New Filings Section

Letter Number: 104A00068931

GILES & ROBINSON, P.A.
ATTORNEYS AT LAW

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Suite 2180
Orlando, Florida 32801

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December 14, 2004

Loria Poole
Corporate Records Bureau
Division of Corporations
Department of State
409 East Gains Street
Tallahassee, Florida 32399

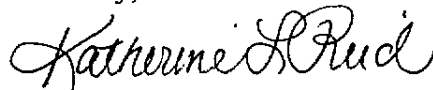
Re: Rockwell Developers, Inc.
Ref. Number: W04000045049

Dear Ms. Poole:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-mentioned entity with the necessary corrections.

Upon acceptance of the charter and filing thereof by your office, please provide me with a certified copy of same. Thank you for your attention to this matter.

Sincerely,



Katherine L. Reid,
Legal Assistant to John J. Reid

/klr
Enclosures

ARTICLES OF INCORPORATION
OF
ROCKWELL DEVELOPERS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator makes and files with the Department of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

ARTICLE I
Name

The name of this corporation is: ROCKWELL DEVELOPERS, INC.

ARTICLE II
Principal Office/Mailing Address

The principal office and mailing address of the corporation shall be 1017 E. South Street, Orlando, Florida 32802 until such time as the corporation notifies the Department of State of the State of Florida of any change.

ARTICLE III
Term of Existence

This corporation shall be effective upon filing by the Secretary of State, and shall have perpetual existence.

ARTICLE IV
Nature of Business

This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE V
Capital Structure

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock, having a par value of \$.01 per share.

ARTICLE VI
Initial Registered Agent and Registered Office

The initial registered agent of this corporation shall be Carey L. Hill. The street address of the initial registered office of this corporation, which is identical with the business office of the registered agent, is 1017 E. South Street, Orlando, Florida 32802.

ARTICLE VII
Board of Directors

There shall be a Board of Directors for this corporation which shall consist of not less than one (1). Except for the number constituting the initial Board of Directors, the number of directors shall be decided by resolution of the shareholders.

ARTICLE VIII
Initial Board of Directors

The name and street address of the member of the initial Board of Directors of this corporation, who, subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office until the first annual meeting of the shareholders or until his successor is elected and qualified, or until his resignation, removal from office or death:

<u>Name</u>	<u>Address</u>
James L. Bolen	1017 E. South Street Orlando, Florida 32802
Dennis J. Casey	1017 E. South Street Orlando, Florida 32802
Carey L. Hill	1017 E. South Street Orlando, Florida 32802

ARTICLE IX
Incorporator

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
John J. Reid	3110 Carmia Drive Orlando, Florida 32806

ARTICLE X

Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors or the shareholders.

ARTICLE XI

Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law, as provided by the Bylaws.

ARTICLE XII

Amendment of Articles of Incorporation

These Articles of Incorporation may be amended at any time by a resolution adopted by a majority vote of the Board of Directors at any annual or special meeting, provided at least ten (10) days' written notice is given to each director of the time and place of the meeting and the purpose thereof. Any amendment to these Articles of Incorporation so made must be approved by a majority vote of the shareholders of the corporation.

The incorporator executed these Articles of Incorporation this 30th day of November, 2004.



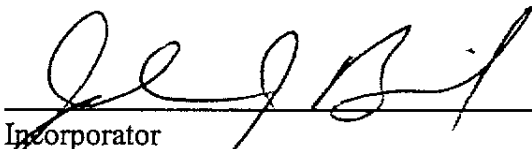
John J. Reid, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED


In compliance with Chapter 607.0501, Florida Statutes, the following is submitted:

That Rockwell Developers, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Orlando, State of Florida, has named Carey L. Hill, located at 1017 E. South Street, Orlando, Florida 32802, as its agent to accept service of process within Florida.

The street address of the registered office and the street address of the business of the registered agent are identical.


Incorporator
Dated: 12/14/04

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Carey L. Hill, Registered Agent
Dated: 12/14/04

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