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SECRETARY OF STATE

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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			Foreign Corp. File
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			Trade/Service Mark
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			RA Resignation
			Dissolution / Withdrawal
			Annual Report / Reinstatement
			Cert. Copy
			Photo Copy
			Certificate of Good Standing
			Certificate of Status
			Certificate of Fictitious Name
			Corp Record Search
			Officer Search
			Fictitious Search
Signature			Fictitious Owner Search
Signature			Vehicle Search
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ARTICLES OF INCORPORATION

OF

SUTTHOFF DEVELOPMENT SERVICES, INC



The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is SUTTHOFF DEVELOPMENT SERVICES, INC..

ARTICLE II. DURATION

This corporation shall have perpetual existence commencing on the date of filing of Articles of Incorporation by the Department of State.

ARTICLE III. GENERAL PURPOSE

This corporation is organized for the purpose of providing real estate development and consultation services and for the purpose of transacting or engaging in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7500 shares of common stock having a par value of \$1.00 per share.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others which price, in the case of par value shares, may be in excess of par.

ARTICLE VI. INITIAL BUSINESS OFFICE AND REGISTERED OFFICE AND AGENT

The street address of the initial business office and registered office of this corporation is:

925 Winifred Way The Villages, FL 32162 and the name of the initial registered agent of this corporation at this address is:

DALE A. SUTTHOFF

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by the bylaws. The names and street addresses of the members of the initial board of directors who shall hold office until the first annual meeting of shareholders of the corporation or until their successors are elected or appointed and have qualified are as follows:

NAME ADDRESS

DALE A. SUTTHOFF 925 Winifred Way

The Villages, FL 32162

VIRGINIA SUTTHOFF 925 Winifred Way

The Villages, FL 32162

ARTICLE VIII. SUBSCRIBERS

The name and street address of the subscribers to these Articles of Incorporation is as follows:

NAME ADDRESS

DALE A. SUTTHOFF 925 Winifred Way
The Villages, FL 32162

ARTICLE IX. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this _____ day of February, 2005.

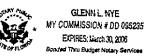
DALE A. SUTTHOFF, Subscriber

STATE OF FLORIDA COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgements, personally appeared DALE A. SUTTHOFF, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this _____ day of February, 2005.

Notary Fublic, State of Florida
Glenn L. Nye
Typed Name of Notary
Commission No.
My Commission Expires:
Personally Known ____OR Produced Identification ____
Type of Identification Produced ____



DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

The undersigned subscriber of SUTTHOFF DEVELOPMENT SERVICES, INC., hereby designates the following individual as registered agent for this corporation:

DALE A. SUTTHOFF

DALE A. SUTTHOFF Subscriber

ACCEPTANCE OF REGISTERED AGENT

The undersigned does hereby accept the designation as registered agent of SUTTHOFF DEVELOPMENT SERVICES, INC.

DATED this 22 day of February, A.D. 2005.

DALE A. SUTTHOFF

