NOTE: PLEASE CALL IF THERE IS A PROBLEM WITH THIS REQUEST.

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ARTICLES OF INCORPORATION

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NORTHSTAR DEVELOPMENT CORP.

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

ARTICLE I- NAME OF CORPORATION

The name of this corporation shall be:

NORTHSTAR DEVELOPMENT, CORP.

ARTICLE II- DURATION

This corporation shall exist perpetually and shall be effective as of March 7, 1995.

ARTICLE III- PURPOSE

The general purposes for which the corporation is organized are:

 To transact any lawful business for which corporations may be incorporated under the Florida Corporation Act; and, To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV-CAPITAL STOCK

- A. The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share, which may be fractional shares.
- B. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing have a value, in the judgment of the board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued shall become and be fully paid and non-assessable, the same as though paid for in cash; and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.
- C. Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions, or qualification of voting powers, of such additional stock, in an amendment to its Certificate of Incorporation.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be: 1175 N. Courtenay Parkway, Suite 5B, Merritt Island, F.L. 32953.

The name of the initial registered agent of this corporation at that address shall be: Philip Rapone.

ARTICLE VI- OFFICIAL MAILING ADDRESS

The official mailing address of this corporation shall be: P.O. Box 541642, Merritt Island, F.L. 32954.

ARTICLE VII - INITIAL OFFICERS AND DIRECTORS

The names and street addresses of the initial members of the Board of Directors and Officers, each to hold office for the first year in existence of this corporation or until their successors are elected or appointed and have qualified are:

Name_	Street Address	Office
Philip Rapone	1175 N. Courtenay Pkwy Suite 5B, Merritt Island, F.L. 32953	President Secretary Treasurer Sole Director

ARTICLE VIII - INCORPORATOR

The following is the name and street address of the incorporator to these Articles of Incorporation:

<u>Name</u>	Street Address
Philip Rapone	1175 N. Courtenay Parkway Suite 5B
	Merritt Island, F.L. 32953

ARTICLE IX- BY-LAWS

The shareholders of this corporation shall have the sole power to establish, enact, alter or repeal By-Laws for the management of this corporation, and the duties of the officers of this corporation shall be prescribed by such By-Laws. In addition such By-Laws may include, by unanimous decision of all the shareholders, any regulatory or restrictive provisions regarding the sale, transfer, or other disposition of any of the shareholders, or in the event of the death of any of its shareholders.

ARTICLE X- AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 6 th day of March 1995.

(SEAL)

Phi-lip Rapone

CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE FOR SERVICE OF PROCESS WITHIN THIS STATE, NAMING REGISTERED AGENT UPON WHICH PROCESS MAY BE SERVED

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PURSUANT to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said ACT: THAT, Northstar Development, Corp. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in Merritt Island, County of Brevard, State of Florida has named its Registered Agent, Philip Rapone, 1175 N. Courtenay Parkway, Suite 5B, in Merritt Island, County of Brevard, State of Florida, to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designed in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Philip Rapone

STATE OF FLORIDA COUNTY OF BREVARD

I MEREBY CERTIFY that on this day, before me, a

Notary Public duly authorized to take acknowledgments in

the State and County aforesaid, personally appeared

PHILIP RAPONE to me known to be the person described as

the incorporator in and who executed the foregoing Articles

of Incorporation, and acknowledged before me that he

subscribed to those Articles of Incorporation.

WITNESS by my hand and official seal in County and State last aforesaid this 6 th day of March 1995.

RONDA A. CRONE
Ily Comm Exp. 3/27/99
Bonded By Service Ins
No. CC359440

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RECEIVED 95 DEC 18 14 9 13 OFFICE USE ONLY (Document #) DIVISION OF COMPRANTON ANN HILL/SMITH & THOMPSON, P.A. 3520 Thomasville Road, 4th Floor Tallahassee, Florida 32308 893-4105 (City, State, Zip) OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT, NUMBER(S) (Without): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) 12:00 X Walk in Pick up time Certified Copy Photocopy Mail out Will wait Certificate of Status **AMENDMENTS NEW FILINGS** :.. Amendment Profit Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other REGISTRATION/ OTHER FILNGS QUALIFICATION N. HENDRICKS DEC' 1 . 1173 Annual Report Foreign Fictitious Name Limited Partnership

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> > Examiner's Initials

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Name Reservation

ARTICLES OF DISSOLUTION OF NORTHSTAR DEVELOPMENT, CORP.

FILED 95 DEC 18 /M 9 41

The undersigned Corporation, in accordance with the FISHLANASSEE, FLORIDA General Corporation Act, hereby adopts the following Articles of Dissolution:

ARTICLE 1. The name of the Corporation is:

NORTHSTAR DEVELOPMENT, CORP.

ARTICLE II. The articles of incorporation for this corporation were filed on March 7, 1995. Document number of this corporation is P95000018421.

ARTICLE III. The name and respective address of the Corporation's officer is:

Title

Name and Address

President/Secretary

Philip Rapone

Treasurer

2105 Eastwood Drive

Merritt Island, FL.32952

ARTICLE IV. The name and respective address of the Corporation's director is:

Name

Address

Philip Rapone

2105 Eastwood Drive Merritt Island, FL.32952

ARTICLE V. All debts, obligations and liabilities of the Corporation have been paid or discharged or adequate provision has been made therefor.

ATICLE VI. All remaining property and assets of the Corporation have been distributed amoung its Shareholder in accordance with their respective rights and interests in cancellation of all issued and outstanding shares of stock of the Corporation.

ARTICLE VII. There are no actions pending against the Corporation in any Court.

ARTICLE VIII. By Unanimous Written Action signed by all of the members of the Board of Directors and the holders of all of the Voting Stock of the Corporation, it was approved and authorized that the Corporation be dissolved effective December 20, 1995. The number of shareholder votes cast for dissolution was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed and signed these Articles of Dissolution this 14th day of December 1995.

NORTHSTAR DEVELOPMENT, CORP. a Florida corporation

Philip Rapone, President

ATTEST:

Philip Rapone, Secretary

STATE OF, FLORIDA COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 14th day of December 1995 by Philip Rapone, President of Northstar Development, Corp., a Florida Corporation, on behalf of the Corporation.

Patricia J. Stephenson

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