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March 9, 1995

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Division of Corporations
Department of State
409 East Gaines Street
Post Office Box 6327
Tallahassee, Florida 32314

800001428208
-03/13/95--01071--013
*****122.50 *****122.50

Re: Spinnaker Development, Inc.

Gentlemen:

Enclosed please find the following in connection with the incorporation of Spinnaker Development, Inc.:

1. Articles of Incorporation and copy for certification; and
2. A check in the amount of \$122.50 to cover the following items:
(a) \$35.00 for filing fee; (b) \$35.00 for designation of Registered Agent; and (c) \$52.50 for one certified copy.

Your assistance in this matter is appreciated. Should you have any questions or comments regarding the above, please do not hesitate to contact me.

Very truly yours,

Marlis J. Spear

Mrs. Marlis J. Spear
Legal Assistant

/mjs

Enclosures

cc: Benjamin P. Butterfield, Esq.
Joseph B. Stanton, Esq.

T (TAX) 11/1/95

95 MAR 24 AM 10:36
RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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3/15/95
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abg
JBS
Celt



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 15, 1995

MAGUIRE, VOORHIS & WELLS P.A.
200 SO. ORANGE AVENUE STE. 3000
ORLANDO, FL 32801

SUBJECT: SPINNAKER DEVELOPMENT, INC.
Ref. Number: W95000005815

We have received your document for SPINNAKER DEVELOPMENT, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(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. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return 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 (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 095A00011642

ARTICLES OF INCORPORATION
OF
SPINNAKER INVESTMENTS, INC.

The undersigned incorporator delivers these Articles of Incorporation in order to form a corporation under the Florida Business Corporation Act.

FILED
95 MAR 24 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of the Corporation shall be Spinnaker Investments, Inc.

ARTICLE II

Principal Office

The principal office of the Corporation is located at 2704 Rew Circle, #102, Ocoee, Florida 34761, and its mailing address is the same.

ARTICLE III

Corporate Purposes, Power and Rights

The purpose of the Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

Duration of the Corporation

Existence of the Corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the Secretary of State and the Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

Authorized Stock

The total number of shares of capital stock which the Corporation has the authority to issue is:

- (a) 500,000 shares of Class "A" Voting Common Stock, with a \$1.00 par value per share; and
- (b) 500,000 shares of Class "B" Nonvoting Common Stock, with a \$1.00 par value per share.

ARTICLE VI

Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 2704 Rew Circle, #102, Ocoee, Florida 34761. The name of the initial registered agent of the Corporation at the registered office shall be R. Allan Lougheed.

ARTICLE VII

Initial Board of Directors

The initial Board of Directors shall consist of two (2) directors. The names and addresses of the people who shall serve as directors of the Corporation until the first meeting of shareholders are:

<u>Name</u>	<u>Address</u>
Lucas Roffey	2704 Rew Circle #102 Ocoee, Florida 34761
R. Allan Lougheed	2704 Rew Circle #102 Ocoee, Florida 34761

ARTICLE VIII

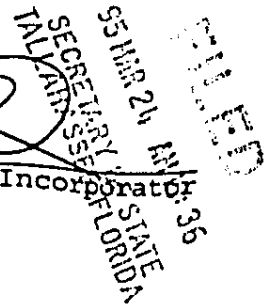
Incorporator

The name and address of the incorporator of the Corporation is:

<u>Name</u>	<u>Address</u>
R. Allan Lougheed	2704 Rew Circle #102 Ocoee, Florida 34761

Executed this 21st day of March, 1995.


R. Allan Loughheed, Incorporator



ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated 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.


R. Allan Loughheed,
Registered Agent

Date: 3/7/95