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JOHN H. EVANS, P. A.
ATTORNEY AT LAW

1702 SOUTH WASHINGTON AVENUE
TITUSVILLE, FLORIDA 32780

TELEPHONE
(407) 267-5504

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June 12, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Cougar Ridge Properties, Inc.
Our File No.: JHE-5362

Dear Sir or Madam:

Enclosed find the original and one copy of the Articles of Incorporation for the above-captioned corporation, together with our check in the amount of $70.00 to cover your filing fees. Please stamp the copy of the Articles with the date received at your office and return to the undersigned.

Thank you for your assistance in this matter.

Very truly yours,

John H Evans/cc

John H. Evans, Esquire

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JHE/cc
Enclosure: As stated
cc: Mr. William J. Strand

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ARTICLES OF INCORPORATION
OF
COUGAR RIDGE PROPERTIES, INC.

The undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, do hereby form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this Corporation is:

COUGAR RIDGE PROPERTIES, INC.

ARTICLE II

The nature of the business of this corporation is any and all lawful business which a corporation is permitted to conduct in the State of Florida.

ARTICLE III

The capital stock of this corporation shall be 500 shares of $1.00 par value common stock. Said stock shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1954 as amended by the Small Business Tax Revision Act of 1958.

All of said stock shall be payable in cash, or property other than stock or securities in lieu of cash, at a just valuation to be determined by the stockholders of this corporation.

ARTICLE IV

The amount of capital with which this corporation will begin business is $500.00.

ARTICLE V

This corporation shall exist perpetually.

ARTICLE VI

The initial registered agent and registered office of the corporation in the State of Florida is: **WILLIAM J. STRAND, 99 N. Atlantic Avenue, Cocoa Beach, FL 32931.** The stockholders may from time to time move the principal office to any other address in Florida. The registered office is also the principal office.

ARTICLE VII

The Board of Directors of this corporation shall consist of the stockholders of the corporation.

ARTICLE VIII

The names and addresses of the directors are:

NAME	ADDRESS
WILLIAM J. STRAND	99 N. Atlantic Avenue Cocoa Beach, FL 32931

ARTICLE IX

The names and addresses of the subscribers to the Certificate of Incorporation are as follows:

NAME	ADDRESS
WILLIAM J. STRAND	99 N. Atlantic Avenue Cocoa Beach, FL 32931

ARTICLE X

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

ARTICLE XI

Every stockholder, upon the sale for cash of 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 prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XII

At each election for directors every stockholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of his shares, or by distributing such votes on the same principal among any number of candidates.

IN WITNESS WHEREOF, the undersigned, being the original subscriber to the capital stock hereinabove named, for the purpose of forming a corporation to do business in the State of Florida, under the laws of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and hereunto set their hands and seals this 12th day of June, 1995.

William J. Strand
WILLIAM J. STRAND

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgements, personally appeared WILLIAM J. STRAND, to me well known to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed and that he is personally known to me and did not take an oath.

WITNESS my hand and official seal this 12th day of June, 1995.

M. Carol Conkling
Notary Public, State of Florida
M. CAROL CONKLING
Printed or Typed Name

My Commission Expires: 10/6/96

STATEMENT OF DESIGNATION AND ACCEPTANCE OF INITIAL REGISTERED AGENT AND REGISTERED OFFICE OF COUGAR RIDGE PROPERTIES, INC.

Pursuant to the provisions of Florida Statutes, Sections 48.091 and 607.034(3), the undersigned, as Director of COUGAR RIDGE PROPERTIES, INC. hereby files this statement of the designation and acceptance of the initial registered agent of the Corporation.

The street address of the initial registered office of this Corporation is 99 N. Atlantic Avenue, Cocoa Beach, FL 32931 and the name of the initial registered agent of this Corporation at that address is William J. Strand.

DATED this 12th day of June, 1995.

William J. Strand
WILLIAM J. STRAND

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I hereby accept appointment as the registered agent of COUGAR RIDGE PROPERTIES, INC. at the initial registration office of the Corporation at 99 N. Atlantic Avenue, Cocoa Beach, Florida.

DATED this 12th day of June, 1995.

William J. Strand
WILLIAM J. STRAND

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JOHN H. EVANS, P. A.
ATTORNEY AT LAW

1702 SOUTH WASHINGTON AVENUE
TITUSVILLE, FLORIDA 32780

TELEPHONE
(407) 267-5504

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January 8, 1996

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*****35.00 *****35.00

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32301

Re: North Brevard Development Corporation
Our File No: JHE-5362

Dear Sir/Madam:

Enclosed find the original and one copy of the Articles of Amendment for the above-captioned corporation, together with our check in the amount of $35.00 to cover your filing fees. Please stamp the copy of the Articles with the date received at your office and return to the undersigned.

Thank you for your assistance in this matter.

Very truly yours,

John H. Evans, Esquire

JHE/klm
Enclosures
cc: Mr. William J. Strand

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FILED

Amend + NC

ARTICLES OF AMENDMENT

The following provisions of the Articles of Incorporation of Cougar Ridge Properties, Inc., a Florida corporation, filed in Tallahassee on June 15, 1995, be and they hereby are amended in the following particulars:

Article I be and it hereby is amended to read as follows:

The name of the Corporation is **NORTH BREVARD DEVELOPMENT CORPORATION.**

Article VI, XIII and IX be and they hereby are amended to read as follows:

The address of the Corporation is **4725 North Courtenay Parkway, Merritt Island, Florida 32953.**

The foregoing amendments were adopted by the Stockholders and Directors of the Corporation on December 28, 1995.

NORTH BREVARD DEVELOPMENT CORPORATION

WILLIAM J. STRAND
President/Secretary

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, personally appeared WILLIAM J. STRAND, known to me to be the person who executed the foregoing Articles of Amendment and he acknowledged before me that he executed such instrument for the purposed therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand seal this 28th day of December, 1995.

Notary Public

[SEAL]

KAREN L. MACK
Notary Public, State of Florida
My Comm. Expires March 26, 1998
No. CC 430496
Bonded Thru Official Notary Service
1-(800) 723-0121

ACTION OF SHAREHOLDERS AND DIRECTORS
OF
COUGAR RIDGE PROPERTIES, INC.
IN WRITING IN LIEU OF A SPECIAL MEETING

THE UNDERSIGNED, constituting all of the shareholders and directors of Cougar Ridge Properties, Inc. take the following action in writing in lieu of a special meeting:

RESOLVED: The Corporation change its name from Cougar Ridge Properties, Inc. to North Brevard Development Corporation;

RESOLVED: The Corporation change its address to 4725 North Courtenay Parkway, Merritt Island, Florida 32953;

RESOLVED: The President and Secretary be authorized to execute the Articles of Amendment and to have said Articles filed with the Secretary of State;

RESOLVED: The President and Secretary are authorized to execute a Certificate of Amendment to the By Laws of this corporation evidencing the change of the corporate name as authorized herein;

RESOLVED: The President and Secretary are authorized to execute such other documents necessary to effectuate the foregoing name change.

DATED this 28th day of December, 1995.

x William J. Strand

WILLIAM J. STRAND
Sole Shareholder
Sole Director