

1201 HAYS STREET
TALLAHASSEE, FL 32301
4-222-0111

800 42-8086



9500049067

ACCOUNT NO. : 072100000032

REFERENCE : 624861 83216A

AUTHORIZATION :

COST LIMIT : 9 PREPAID

300001521133

ORDER DATE : June 22, 1995

ORDER TIME : 1:59 PM

ORDER NO. : 624861

CUSTOMER NO: 83216A

CUSTOMER: Ms. Kathleen A. Casey
NICHOLAS F. LANG, PA

P.o. Box 777

St. Petersburg, FL 33731

300001521133
-06/22/95--01042--039
****122.50 ****122.50

DOMESTIC FILING

NAME: EP DEVELOPMENT CORP.

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angela Lane

EXAMINER'S INITIALS:

T. BROWN JUN 23 1995

FILED
95 JUN 22 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
95 JUN 22 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
EP DEVELOPMENT CORP.

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, Chapter 607, Florida Statutes, adopts the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name of this corporation is EP DEVELOPMENT CORP.

ARTICLE II. DURATION

This corporation shall have perpetual duration.

ARTICLE III. EFFECTIVE DATE

The date of commencement of corporation existence shall be the date of filing of these Articles of Incorporation.

ARTICLE IV. NATURE OF BUSINESS

This corporation shall have the power to do any act in business or commerce as is now or hereafter may be authorized under the laws of the United States and the State of Florida.

ARTICLE V. CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to issue is Twelve Hundred (1,200) shares of Common stock having a nominal par value of One Dollar (\$1.00) per share.

ARTICLE VI. PREEMPTIVE RIGHTS GRANTED

Each shareholder of the Corporation shall have the first right to purchase shares of the Corporation or securities convertible into such shares of the same class, kind or series as that which the shareholder already holds that may from time to time be issued (whether or not presently authorized), including shares from the treasury of the Corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding exclusive of treasury shares. Any such preemptive right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the Corporation stating the prices, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the Corporation within thirty (30) days of receipt of notice from the Corporation.

ARTICLE VII. REGISTERED AGENT AND OFFICE

The initial registered agent upon whom service of process may be effected for the corporation is Dorothy Korszen and the initial registered office is 505 Paul Morris Drive, Englewood, Florida 34223.

ARTICLE VIII. PRINCIPAL OFFICE

The principal office and the mailing address of the corporation is 505 Paul Morris Drive, Englewood, Florida 34223.

ARTICLE IX. BOARD OF DIRECTORS

This corporation shall have seven (7) directors, initially. The number of directors may be increased or decreased from time to time in accordance with the By-Laws adopted by the Shareholders.

ARTICLE X. INITIAL DIRECTORS

The names and addresses of the members of the initial Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Dorothy Korszen	2060 Larson Street Englewood, Florida 34223
Bogie Korszen	2060 Larson Street Englewood, Florida 34223
Robert T. Murphy	2822 Norwood Lane Venice, Florida 34292
Vickie H. Murphy	2822 Norwood Lane Venice, Florida 34292
Gerald Murphy	421 Shamrock Drive Venice , Florida 34293
Myriam L. Murphy	2030 White Feather Lane Nokomis, Florida 34275
Edward Closuit	2030 White Feather Lane Nokomis, Florida 34275

ARTICLE XI. INCORPORATOR

The name and address of the Incorporator of the corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Dorothy Korszen	2060 Larson Street Englewood, Florida 34223

ARTICLE XII. AMENDMENT

These Articles may be amended by the Board of Directors in the manner provided by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these
Articles of Incorporation this 14th day of June, 1995.

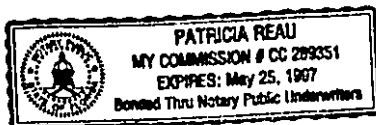
Dorothy Korszen
Dorothy Korszen, Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me this 14th day of June,
1995, by DOROTHY KORSZEN who is personally known to me or produced
_____ as identification and who did not take an oath.

Patricia Reau

Print Name: PATRICIA REAU
Notary Public
My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT
AND RESIDENT AGENT

I hereby accept the foregoing designation as Registered Agent and Resident Agent
at the Registered Office as referred to in Article VI of the foregoing Articles of
Incorporation 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.

DATED: June 14, 1995.

Dorothy Korszen
Dorothy Korszen

9950000 49067

LAW OFFICES OF
NICHOLAS F. LANG, P.A.
520 FOURTH STREET NORTH, SUITE 200
ST. PETERSBURG, FLORIDA 33701

NICHOLAS F. LANG
UTA S. GROVE

MAILING ADDRESS:
POST OFFICE BOX 777
ST. PETERSBURG, FLORIDA 33731

TELEPHONE (813) 823-5800
FACSIMILE (813) 823-7400

October 10, 1995

Amendment Section
Division of Corporations
Florida Department of State
P. O. Box 6327
Tallahassee, Florida 32314

100001610611
-10/13/95--01070--008
*****35.00 *****35.00

. RE: EP Development Corp.
Amendment to Articles of Incorporation

. Dear Sir or Madam:

I am enclosing for filing, the original Certificate of Amendment to the Articles of Incorporation of EP Development Corp., which has been approved by all the Directors and Shareholders of the Corporation by unanimous written consent dated September 26, 1995. The Amendment adds Article XIII (Special Meetings of Shareholders) and Article XIV (Cumulative Voting Rights) to the Articles of Incorporation.

I am also enclosing this firm's check in the amount of \$35.00 in payment of the filing fees for this Certificate of Amendment.

Thank you for your prompt attention to this matter. If you have any questions or require further information, please do not hesitate to contact me.

Very truly yours,

Uta S. Grove
Uta S. Grove

USG:ks
Enclosures

Chapman - memo.
Fenda

FILED
95 OCT 13 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
EP DEVELOPMENT CORP.

FILED
95 OCT 13 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTICE IS HEREBY GIVEN that the Articles of Incorporation of EP DEVELOPMENT CORP. are hereby amended, pursuant to the procedures described in said Articles of Incorporation for amendment thereof, by unanimous written consent of the Board of Directors and Shareholders of the Corporation, dated Sept. 26, 1995, which is sufficient for approval, as set forth herein:

1. Article XIII is hereby added to read as follows:

ARTICLE XIII. SPECIAL MEETINGS OF SHAREHOLDERS

Special meetings of the shareholders for any purpose may be called at any time by the President of the Corporation, Board of Directors, or the holders of not less than fifty percent (50%) of all shareholders entitled to vote at the meeting.

2. Article XIV is hereby added to read as follows:

ARTICLE XIV. CUMULATIVE VOTING RIGHTS

At each election of directors, all shareholders be entitled to multiply the number of votes they are entitled to cast by the number of directors for whom they are entitled to vote and cast the product for a single candidate or distribute the product amount two or more candidates.

IN WITNESS WHEREOF, EP DEVELOPMENT CORP. has caused this Certificate of Amendment to the Articles of Incorporation to be signed in its name by its President, the Corporate Seal affixed and attested to by its Secretary, this 26 day of Sept., 1995, in Sarasota County, Florida.

EP DEVELOPMENT CORP.

By: Robert T. Murphy
Robert T. Murphy, President,

Attest: Dorothy K. Krszen
Dorothy Krszen, Secretary

(CORPORATE SEAL)