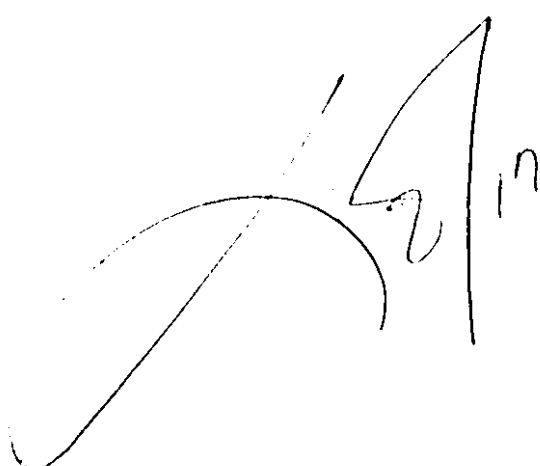


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S 2:1 P PUBLIC ACCESS SYSTEM
(((H95000009051))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- 02-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 322-4000 PHONE: (305) 541-3094
FAX: (305) 541-3770
(((H95000009051))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: CDB DEVELOPMENT, INC.
FAX AUDIT NUMBER: H95000009051 CURRENT STATUS: REQUESTED
DATE REQUESTED: 08/16/1995 TIME REQUESTED: 14:13:42
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
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ARTICLES OF INCORPORATION
OF
CDB DEVELOPMENT, INC.

RECEIVED
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14:30
FBI

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be CDB DEVELOPMENT, INC., and the initial address of this corporation shall be 17701 S.W. 65th Court, Ft. Lauderdale, Florida 33331.

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
7,000	\$1.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

This instrument prepared by:
Alex J. Cardenas, P.A.
Alex J. Cardenas, Esquire
Sanctuary Center
Suite 307-B
4800 N. Federal Highway
Boca Raton, FL 33431
Florida Bar Number: 708305
(305) 435.3227

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ARTICLE V

The initial registered office of this corporation shall be at 17701 S.W. 65th Court, Ft. Lauderdale, FL 33331, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Peter Juen.

ARTICLE VI

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

ARTICLE VII

The names and addresses of the first directors of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified shall be:

CHAIRMAN

Peter Juen
17701 S.W. 65th Court
Ft. Lauderdale, FL 33331

PRESIDENT

David Montgomery
17701 S.W. 65th Court
Ft. Lauderdale, FL 33331

ARTICLE VIII

The names and addresses of the Incorporator is Peter Juen, 17701 S.W. 65th Court, Ft. Lauderdale, FL 33331 and David Montgomery, 17701 S.W. 65th Court, Ft. Lauderdale, FL 33331.

ARTICLE IX

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is so also a director or an officer of such other

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corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts in any event.

ARTICLE XI

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, we, the undersigned's, being the incorporators hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set our hands and seal this 15 day of August, 1995.


Robert J. Smith, Incorporator


David Montgomery, Incorporator

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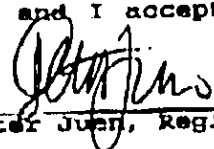
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**CERTIFICATE DESIGNATION PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.**

In compliance with the laws of Florida, the following is
submitted:

First, that CDB DEVELOPMENT, INC., desiring to organize under
the laws of the State of Florida, has named Peter Juan, 17701 S.W.
66th Court, Ft. Lauderdale, FL 33331, County of Broward, State of
Florida, as its statutory Registered Agent.

Having been named the statutory Registered Agent of the above
corporation at the place designated in this certificate, I hereby
accept the same and agree to act in this capacity, and agree to
comply with the provisions of Florida law relative to keeping the
registered office open, and I accept the obligations of section
607.325 F.S.



Peter Juan, Registered Agent

DATED: this 15 day of August, 1995.

FILED
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TALLAHASSEE, FLORIDA

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