

995000011399

Anglo American Development, Inc.
2644 East Oakland Park Blvd.
Fort Lauderdale, Florida 33306
Phone (305)566-8301

9/12/95
FILED
SEP 13 PM 12:55
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

September 12, 1995

VIA FEDERAL EXPRESS

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, FL 32301

000001580892
-09/13/95--01051--005
****122.50 ****122.50

Re: Anglo American Development, Inc.

Gentlemen:

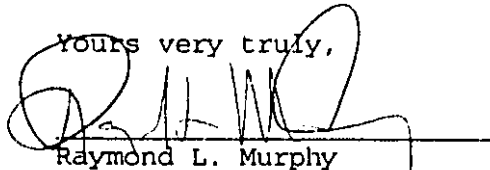
We enclose herewith for filing duplicate Articles of Incorporation for the above-captioned corporation, along with a Certificate designating the Registered Agent. A check in the amount of One Hundred Twenty-Two and 50/100ths (\$122.50) Dollars is enclosed to cover:

Filing Fees	\$ 35.00
Certified Copy	\$ 52.50
Registered Agent Designation	\$ 35.00

TOTAL \$122.50

Thank you for your usual prompt and courteous attention to this matter.

Yours very truly,


Raymond L. Murphy

Enc.

9/15/95


ARTICLES OF INCORPORATION
OF
ANGLO AMERICAN DEVELOPMENT, INC.

ARTICLE I - NAME

The name of this corporation is ANGLO AMERICAN DEVELOPMENT, INC.

ARTICLE II - DURATION

This corporation shall commence on the date of execution and acknowledgment of these Articles, on the 12th day of September, 1995. This corporation is to have perpetual existence unless sooner dissolved according to law.

ARTICLE III - PURPOSE

The name of the business and the objects and purposes to be transacted and carried on are to do any and all of the things hereinafter mentioned, as fully and to the same extent that natural persons might or could do, viz:

- a. To buy and sell real estate.
- b. To develop real estate.
- c. To transact any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1000) shares of ONE (\$1.00) DOLLAR par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, 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 pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 2644 East Oakland Park Boulevard, Fort Lauderdale, Florida, 33306, and the name and address of the initial registered agent of this corporation is: RAYMOND L. MURPHY.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have FOUR (4) directors initially. The names and addresses of the initial directors of this corporation are:

Ian C.R. Gail, President
305 South Andrews Avenue #601
Fort Lauderdale, Florida 33301

Raymond L. Murphy, Vice President/Treasurer
2644 East Oakland Park Blvd.
Fort Lauderdale, Florida 33306

William R. Nellis, Vice President
2644 East Oakland Park Blvd.
Fort Lauderdale, Florida 33306

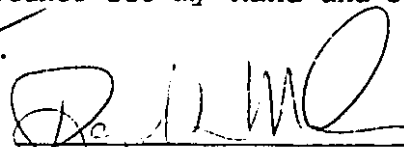
Ottis E. Boyles, Jr., Vice President/Secretary
2644 East Oakland Park Blvd.
Fort Lauderdale, Florida 33306

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these articles is:

RAYMOND L. MURPHY
2644 East Oakland Park Boulevard
Fort Lauderdale, FL 33306

IN WITNESS WHEREOF, I have hereunto set my hand and seal this
12TH day of September, 1995.


RAYMOND L. MURPHY

STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared RAYMOND L. MURPHY, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 12 day of September, 1995.

Jennifer L. Sanders
Notary Public

My commission expires: 7/19/98



JENNIFER L. SANDERS
COMMISSION # CC 393713
EXPIRES JUL 19, 1998
ALAN INSURANCE SERVICES
1-800-486-9040

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

In pursuance of Chapter 48.091, Florida Statutes, following is submitted, in compliance with said Act:

First--that Anglo American Development, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Fort Lauderdale, County of Broward, State of Florida, has named Raymond L. Murphy located at 2644 East Oakland Park Blvd., City of Fort Lauderdale, County of Broward, State of Florida, as its agent to accept service of process within the state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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

By: 

Resident Agent
Raymond L. Murphy

FILED
55 SEP 13 PM 12:56
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

P95000071399
Anglo American Development Corporation

**Suite 601
One River Plaza
305 South Andrews Avenue
Fort Lauderdale, Fl., 33301**

**Phone: (305) 832-0900
Fax: (305) 522-7876**

January 5th., 1996

The Director
The Division of Corporations
The Florida Dept. of State
P.O. Box 6327
Tallahassee, Fl., 32314

Re: **Corporate name change**

Dear Sir

The Board of Directors of this company have elected to change the name from Anglo American Development, Inc., to Anglo American Development **Corporation**. To this end please find enclosed herewith the following original documentation:-

1. A Waiver of Notice for a Meeting of the Board of Directors of the Company.
2. The Minutes of a Meeting of the Board of Directors during which it was decided to change the company's name.
3. An Amendment to the Articles of Incorporation reflecting the name change.
4. A check in the amount of as the required filing **500001688225**
-01/12/96--01040--006
*****35.00 *****35.00**

Kindly accept this letter and its enclosures as the formal filing for registration of the name change, please confirm in writing your acceptance of said change and return the original documents

Yours faithfully

for: Anglo American Development Corporation

by:

Ottis E. Boyles, Jr.
Ottis E. Boyles, Jr.
Secretary

OK per SP

NC
DEC

DIRECTOR
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED
96 JAN -8 AM 8:53

FILED
96 JAN -8 AM 9:14
DIVISION OF STATE
TALLAHASSEE, FLORIDA

**AMENDMENT TO THE ARTICLES OF INCORPORATION OF ANGLO AMERICAN
DEVELOPMENT, INC.**

WHEREAS Anglo American Development, Inc., is a corporation for profit properly organized, qualified and incorporated under the laws and in the State of Florida and in possession of Incorporation Document # P95000071399 effective September 12th., 1995, and:

WHEREAS, pursuant to Florida Statutes, i.e. Section 607.1006, the Board of Directors is desirous of amending the following Article of the Corporation's Articles of Incorporation:-

Article 1. To reflect a change of the name of the Corporation from the previous name of Anglo American Development, Inc., to the new name of Anglo American Development Corporation.

WHEREAS, the afore-mentioned are desirous that this Amendment to the Articles of Incorporation should take immediate effect.

ACCORDINGLY, the Board of Directors do hereby agree and elect to amend the Articles of Incorporation of Anglo American Development, Inc., to immediately reflect this Amendment. Further that this Amendment be filed with the Amendment Section of the Florida Division of Corporations in accordance with Florida Statutes, i.e. Section 607.0120.

IN WITNESS WHEREOF, the undersigned has executed this Amendment to the Articles of Incorporation this 5th day of January 1996:-

.....
Ian C.R. Gail
President

STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, a Notary Public duly authorized to take acknowledgements in the State and County set forth above, personally appeared **IAN C.R. GAIL**, holder of Florida Driving License No. G400-403-43-39F-0, who executed the foregoing Amendment to Articles of Association and he acknowledged before me that he executed this Amendment to Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and county aforesaid this 5th day of January 1996.

Jennifer L. Sanders
Notary Public

SEAL

My commission expires on:-



JENNIFER L. SANDERS
COMMISSION # CC 393713
EXPIRES JUL 19, 1998
ALAN INSURANCE SERVICES
1-800-486-9040

FILED
96 JAN -8 AM
TALLAHASSEE, FL

**MINUTES OF A SPECIAL MEETING OF THE SHAREHOLDERS OF ANGLO
AMERICAN DEVELOPMENT, INC., HELD AT 8.30 am ON FRIDAY, JANUARY
5th., 1996 AT 2660 EAST OAKLAND PARK BOULEVARD, FORT LAUDERDALE,
FL., 33306**

PRESENT: Ian C.R. Gail (as President), Raymond Murphy (as
Treasurer), Ottis E. Boyles, (as Secretary) all of whom are holders
of a majority of the stock.

The Secretary called the meeting to order.

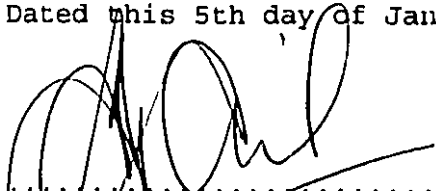
On a motion duly made, seconded and carried unanimously the name of
the corporation was changed from Anglo American Development, Inc.,
to Anglo-American Development Corporation.


On a motion duly made, seconded and carried unanimously, the
Secretary was directed to file a formal Amendment to Article 1 of
the Articles of Incorporation reflecting the change in the name of
the corporation as it is currently registered with the Division of
Corporations in accordance with the laws of the State of Florida.

On a motion duly made, seconded and carried unanimously, the
Secretary was directed to record these minutes at length in the
Minute Book.

There being no further business requiring stockholder action or
consideration and upon motion duly made, seconded and carried
unanimously, the meeting was adjourned.

Dated this 5th day of January, 1996.


.....
Ian C.R. Gail
President of the meeting


.....
Ottis E. Boyles, Jr.
Secretary of the meeting

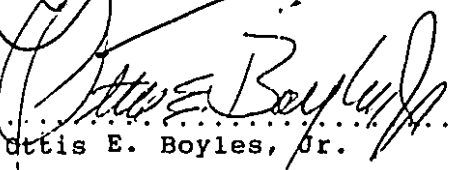
**WAIVER OF NOTICE OF MEETING OF THE DIRECTORS
OF ANGLO AMERICAN DEVELOPMENT, INC**

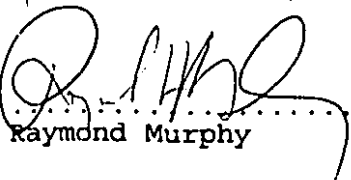
We do hereby constitute a stockholding majority of the Directors of the above named Florida Corporation and do hereby waive notice of the meeting of the Board of Directors of the aforesaid Corporation.

Furthermore, we hereby agree that said meeting shall be held at 8.30 o'clock am on January 5th., 1996 at 2660 East Oakland Park Boulevard, Fort Lauderdale, Fl., 33306.

We do hereby affix our names to show our waiver of notice of said meeting.


.....
Ian C.R. Gail


.....
Otis E. Boyles, Jr.


.....
Raymond Murphy