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JAMES W. MARTIN, P.A.

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NAME: L.L.L. DEVELOPMENT, INC.

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FAX AUDIT NUMBER H96000007222

ARTICLES OF INCORPORATION

OF

L.L.L. DEVELOPMENT, INC.FILED  
96 MAY 22 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name. The name of the Corporation shall be:  
L.L.L. DEVELOPMENT, INC.

Article 2. Address. The address of the principal office and mailing address of the Corporation is: 155 - 14th Avenue N.E., St. Petersburg, Florida 33701.

Article 3. Authorized Shares. The Corporation is authorized to issue one class of shares, which shall be called common shares. Common shares shall have unlimited voting rights and shall be entitled to receive the net assets of the Corporation upon dissolution. The Corporation is authorized to issue one hundred (100) common shares. Such shares shall have a par value of One Dollar (\$1) per share.

Article 4. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 155 - 14th Avenue N.E., St. Petersburg, Florida 33701, and the name of its initial Registered Agent at that address is JOHN R. LESTINI.

Article 5. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is two (2). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws and these Articles but shall never be less than one (1). The name and address of each initial Director of the Corporation is as follows: JOHN R. LESTINI, of 155 - 14th Avenue N.E., St. Petersburg, Florida 33701, and STEPHEN T. DAGGETT, of 11200 - 9th Street East, Treasure Island, Florida 33706.

Article 6. Incorporators. The name and address of each Incorporator is as follows: JOHN R. LESTINI, of 155 - 14th Avenue N.E., St. Petersburg, Florida 33701, and STEPHEN T. DAGGETT, of 11200 - 9th Street East, Treasure Island, Florida 33706.

Article 7. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

Prepared by:

James W. Martin, P.A.

201 Second Avenue North #C

St. Petersburg, FL 33701

Phone 813/821-0904 Fla. Bar #174794


Article 8. Shareholders' Preemptive Rights. The Corporation elects to have preemptive rights, pursuant to Section 607.0630, Florida Statutes, as amended from time to time.

Article 9. Share Transfer Restrictions. Shares held by each Shareholder may not be sold or otherwise transferred to other persons unless first offered to this Corporation or to the remaining Shareholders in proportion to their shares. The price, terms and other provisions regarding this restriction may be specified by written agreement among the Shareholders, which agreement may expand this Article and which may also include the Corporation as a party. These restrictions are intended to preserve exemptions under federal and state securities laws, to provide for orderly changes in ownership of shares, and to serve other reasonable purposes.

Article 10. Rights of Initial Directors. Each of the initial Directors named in these Articles shall have the right to be a Director of the Corporation as long as that respective Director is a Shareholder of the Corporation. By acquiring shares in this Corporation, each Shareholder agrees to abide by this right and to elect each of the initial Directors named in these Articles of Incorporation to the office of Director as long as that Director is a Shareholder of the Corporation. Notwithstanding any contrary provision of these Articles, this Article may not be amended in any way without the written consent of each of the initial Directors who is a Shareholder of the Corporation at the time of the amendment.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 22 day of May, 1996.

  
JOHN R. LESTINI

  
STEPHEN T. DAGGETT

**ACCEPTANCE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.

Date: May 22, 1996

  
JOHN R. LESTINI