

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-0870
Mailing Address: Post Office Box 10149, Tallahassee, FL 32302
Toll Free: No. 1-800-342-8062
Fax: (904) 222-1222

RE: Florida Development's
Real Estates Corporation

PHONE () _____

Service: Top Priority _____
One Day Service _____

To Us via _____ Return via _____

Maillet No.: _____ Express Mail No. _____

State Fed \$ _____ Out \$ _____

C.C. FEE.

BIGHTING

Art. of Amend. File
Class of Amend. File
C U S.
Classification Name File

_____ Maria Handqvist
 _____ Annual Report/Årsredovisning
 _____ Reg. Appeal Service
 _____ Document Filing

100002136281--E

Corporala kil -04/08/97--01069--001--
 Vehicle Search *****122.50 *****122.50
 Billing Record
 Document Notation

___ UCC 1 or 3 File
 ___ UCC 11 Search
 ___ UCC 11 Notification
 ___ File No. __, ___ Copies
 ___ Courier Service ___
 ___ Shipping/Handling
 ___ Phone ()
 ___ Top Priority
 ___ Express Mail Reg. ___
 ___ FAX () ___ hrs.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

97 APR - 8 AM 11:49

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SUMMARY

FEE.....	
DISBURSES.....	
SUBTOTAL.....	
TAX ON corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

CONFIDENTIAL

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RECEIVED

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	4/4/73		
TIME	12:43		ck No. _____
BY	DIC		

WALK-III Will Pick Up

610886 Serial Invoice Number with payment
terms; Net 10 days from invoice date
1/2% per month or fraction Annually
Total due Date: May 1st 1977

THANK YOU
from
Your Capital Course

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
FLORIDA DEVELOPMENT & REAL ESTATE CORPORATION

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

ARTICLE I - NAME

The name of the Corporation is: Florida Development & Real Estate Corporation.

ARTICLE II - DURATION

The duration of the Corporation is perpetual.

ARTICLE III - PURPOSE

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is 500 shares of common stock. Such shares shall be of a single class and shall have a par value of \$.10 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 815 Dyson Drive, Winter Springs, Florida, 32708, and the name of its initial Registered Agent at that address is Charles Whittall.

ARTICLE VI - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial Principal Office of the corporation and its mailing address are:

Florida Development & Real Estate Corporation
P.O. Box 5424
Winter Park, Florida 32793

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors of the Corporation may be increased or decreased from time to time pursuant to the By-Laws adopted by the Shareholders, but shall never be less than one (1). The name and address of the initial director of the Corporation is:

Charles Whittall
815 Dyson Drive
Winter Springs, Florida 32708

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator is as follows:

Charles Whittall
815 Dyson Drive
Winter Springs, Florida 32708

ARTICLE IX - 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.

ARTICLE X - COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is the date of filing and acknowledgement of these Articles of Incorporation.

ARTICLE XI - INDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including any former Officer(s) and Director(s), to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 31st day of March, 1997.

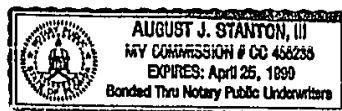


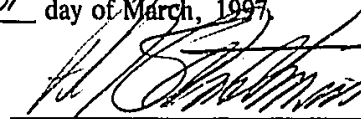
CHARLES WHITTALL

STATE OF FLORIDA)
COUNTY OF ORANGE)

Before me personally appeared, CHARLES WHITTALL, who is personally known to me ~~or~~ produced his _____ as identification, and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 31st day of March, 1997.



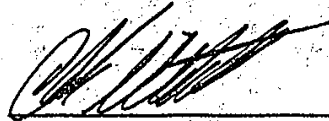


Notary Public, State of Florida
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Southern Heritage Marketing, Inc., which is contained in the foregoing Articles of Incorporation. The undersigned is a resident of Florida and is familiar with, and accepts, the obligations of this position.

DATED this 3rd day of March, 1997.



Charles Whittall
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA