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\*\*ALSO ADMITTED IN ALABAMA AND WYOMING

May 21, 1997

Secretary of State  
Corporations Division  
P. O. Box 6327  
Tallahassee, FL 32301

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-05/23/97--01036--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Incorporation of Robear Development Company, Inc.

Gentlemen:

Enclosed herewith please find the original and one copy of the Articles of Incorporation for the above-referenced corporation to be filed with your office. Our check is also enclosed for the following:

|                              |              |
|------------------------------|--------------|
| Filing Fee                   | \$35.00      |
| Registered Agent Designation | <u>35.00</u> |
| Total                        | \$70.00      |

If you have any questions, please feel free to contact me. I would appreciate your returning a conformed copy of the Articles at your earliest convenience.

Yours very truly

  
WALTER J. SMITH

WJS/aw

Encls.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAY 23 AM 9:41

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ARTICLES OF INCORPORATION  
OF  
ROBEAR DEVELOPMENT COMPANY, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAY 23 AM 9:41

Article I - Name

The name of this corporation is ROBEAR DEVELOPMENT COMPANY, INC.

Article II - Duration

This corporation shall exist perpetually, commencing on the date of filing.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 6,000 shares of \$1.00 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/she already holds, shall have the right to purchase his/her 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 Principal Office, Registered Agent, Acceptance

The street address of the initial principal office of this corporation is 1805 Alhambra Street, Navarre, FL 32566, and the



name of the initial registered agent of this corporation at that address is REBECCA A. EVANS, who states she is familiar with and accepts the duties and responsibilities as registered agent for said corporation and her signature appears hereafter.

Article VII - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The name and address of the initial director of this corporation is:

ROBERT W. EVANS  
1805 Alhambra Street  
Navarre, FL 32566

Article VIII - Incorporators

The name and address of the person signing these Articles is as follow:

REBECCA A. EVANS  
1805 Alhambra Street  
Navarre, FL 32566

Article IX - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

Article X - Shares of Stock

Shares of capital stock of this corporation shall be issued initially to the following person and in the amount set opposite her name:

REBECCA A. EVANS -- 3,000 Shares



Article XI - Indemnification

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

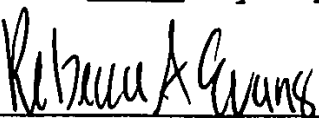
Article XIII - Restriction of Transferability of Stock

The shares of the capital stock of this corporation shall be issued initially as set forth in Article X. The shares held by the shareholders of this corporation may not be resold or otherwise transferred to any other person unless such shares are first offered to the remaining shareholders of the corporation, or to the corporation. The price and terms of which and the time within which such shares may be offered and sold shall be further specified in the By-Laws of this corporation.

Article XIV - Tax Article

It is the intent of this charter that the Directors may sell the capital stock of this corporation in accordance with the conditions of Section 1242-1244, inclusive, of the Internal Revenue Code.

IN WITNESS WHEREOF the undersigned subscribers have executed these Articles of Incorporation this 21st day of May, 1997.

  
REBECCA A. EVANS, Subscriber



STATE OF FLORIDA  
COUNTY OF OKALOOSA

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, this 21<sup>st</sup> day of May, 1997, personally appeared REBECCA A. EVANS, who is personally known to me, or who presented FL. Driver's License as identification, and who did ~~(did not)~~ take an oath.

Arline L Wilkes  
Notary Public  
My Commission Expires:

Prepared by:  
WALTER J. SMITH  
Smith, Grimsley, Bauman, Pinkerton  
Petersman, Saxer and Wells  
P.O. Box 2379  
Fort Walton Beach, FL 32549



ARLINE L. WILKES  
Notary Public, State of Florida  
My Comm. Exp. Oct. 21, 1997  
Comm. No. CC 318541



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAY 23 AM 9:41

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, the  
following is submitted in compliance with said Act:

FIRST: That ROBEAR DEVELOPMENT COMPANY, INC., a  
corporation duly organized and existing under the laws of the State  
of Florida with its principal office as indicated in the Articles  
of Incorporation at: 1805 Alhambra Street, Navarre, FL 32566, has  
named REBECCA A. EVANS, 1805 Alhambra Street, Navarre, FL 32566,  
as its agent to accept service of process for the above-named  
corporation at the place designated in this Certificate.

SECOND: Having been named to accept service of process  
for the above-named corporation at the place designated in this  
Certificate, I hereby agree to act in this capacity and I further  
agree to comply with the provisions of all statutes relative to the  
proper performance of my duties.

Rebecca A. Evans

REBECCA A. EVANS,  
Registered Agent

STATE OF FLORIDA  
COUNTY OF OKALOOSA

Sworn to and subscribed before me by REBECCA A. EVANS,  
who is personally known to me, or who presented Fl. Driver's  
License as identification, and who did (did  
not) take an oath, this 21<sup>st</sup> day of May, 1997.

Arline J. Wilkes

Notary Public  
Typed Name..



...ARLINE J. WILKES  
Notary Public, State of Florida  
My Comm. Exp. Oct. 21, 1997  
Comm. No. CC 318541

Commission No.  
My Commission  
Expires: