

P97000046944

May 27, 1997

Florida Dept. of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32301

600002192026--3
-05/27/97--01131--010
****122.50 ****122.50

Subj: Incorporation of PARADISE DEVELOPMENT, INC.

Dear Sir:

Enclosed please find the following:

1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.
2. My check in the amount of \$122.50 to cover the filing fees.
3. Designation of Resident Agent.

Kindly acknowledge filing of these Articles of Incorporation, in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at Atlantic Legal Services, Inc., 1592 N. HWY A1A, Satellite Beach, FL 32937.

Thank you for your assistance in this matter.

Sincerely,

Thomas R. McConnell
THOMAS R. MCCONNELL

FILED
97 MAY 27 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten signature and date 5/28/97

ARTICLES OF INCORPORATION
OF
PARADISE DEVELOPMENT, INC.

FILED
97 MAY 27 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is
PARADISE DEVELOPMENT, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

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

ARTICLE IV. CAPITOL STOCK

This corporation is authorized to issue 100 shares
of \$1.00 par value common stock, which shall be designated
"common shares".

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 (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 registered office of this corporation is 109 East Exeter Street, Satellite Beach, Florida, 32937, and the name of the initial registered agent of this corporation at that address is THOMAS R. MCCONNELL.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial directors of this corporation are:

THOMAS R. MCCONNELL
109 East Exeter Street
Satellite Beach, Florida 32937

EDEN H. MCCONNELL
109 East Exeter Street
Satellite Beach, Florida 32937

RICHARD S. FOTHERINGHAM
1159 Sanddune Lane, Apt 208
Melbourne, Florida 32935

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 109 East Exeter Street, Satellite Beach, Florida 32937, and the mailing address of the corporation is 109 East Exeter Street, Satellite Beach, Florida 32937.

ARTICLE IX. INCORPORATOR

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

THOMAS R. MCCONNELL
109 East Exeter Street
Satellite Beach, Florida 32937

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this 21st day of May, 1997.

FL/DL M254-836-58-451-0
expires 12-11-00

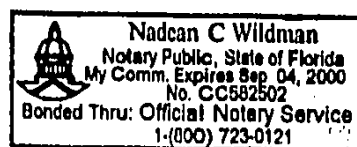
Thomas R. McConnell
THOMAS R. MCCONNELL

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared THOMAS R. MCCONNELL to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 21st day of May, 1997.

Nadcan C. Wildman
Notary Public



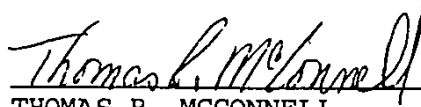
DESIGNATION
AS
REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034,
Florida Statutes, the following is submitted:

That PARADISE DEVELOPMENT, INC., desiring to organize under
the laws of the State of Florida, with its principal office at
109 East Exeter Street, Satellite Beach, Brevard County, Florida
32937, has named THOMAS R. MCCONNELL, located at 109 East Exeter
Street, Satellite Beach, Brevard County, Florida 32937, as its
agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above named Corporation, at the place designated in this
certificate, the undersigned agrees to act in this capacity,
and agrees to comply with the provisions of Florida law
relative to keeping the designated office open.


THOMAS R. MCCONNELL
Registered Agent

FILED
97 MAY 27 PM 1:25
TALLAHASSEE, FLORIDA
STATE SECRETARY