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ARTHUR K. KNUDSEN, JR. RICHARD D. DEBOEST WELLAM E. STOCKMAN TAMELA EADY WISEMAN

RICHARO D. DEBOSST II

PARENT MYERS OFFICE
PORT MYERS OFFICE
PORT MYERS OFFICE
September 18, 1997

Corporate Records Bureau Department of State Post Office Box 6327 Tallahassee, Florida 32314

900002302899---7 -09/25/97--01006--012 ****122.50 ****122.50

Re: SunCape Development Corporation

Gentlemen:

Enclosed please find the original and a copy of the Articles of Incorporation for the above referenced corporation, together with a check in the amount of \$122.50 to cover the filing fees and certified copy of the Articles.

I will appreciate your returning the certified copy at your early convenience.

Cordially,

Richard D. DeBoest

RDD/ymg Enclosure FILED

97 SEP 25 AN 2: 01
SECRETARY OF STATE
TAIL ANASSEE FLAGE

ARTICLES OF INCORPORATION

<u>OF</u>

SUNCAPE DEVELOPMENT CORPORATION

97 SEP 25 AN 2: 04:
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation executed by the undersigned for the purpose of forming a corporation under the Florida Business Corporation Act.

ARTICLE I

The name of this Corporation shall be SunCape Development Corporation and the initial address of this Corporation shall be 1305 Homestead Road, Lehigh Acres, Florida 33936.

ARTICLE II

The Corporation shall have all of the common law and statutory powers and duties of a Corporation for profit under the laws of the State of Florida, except as limited or modified by these Articles or By-Laws.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of Shares	Per Value	Class of
Authorized	<u>Per Share</u>	<u>Stock</u>
1000	\$1.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors in the Corporation.

ARTICLE IV

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this Corporation shall be at 1305 Homestead Road, Lehigh Acres, Florida 33936, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Heinz S. Pfuner.

ARTICLE VI

This Corporation shall have at least one (1) Director, with the exact number to be fixed by the By-Laws.

ARTICLE VII

The name and address of the first Directors and officers of the Corporation, who shall hold office for the first year or until successors are duly elected and qualified, shall be:

Karl Knoll, Director and President Purnerstrasse 7, A-6060 Tirol, Austria/Europe

Dr. Peter Krause, Director and Vice-President Quegas 30d, A-Mieders Austria/Europe

Thomas W. Pfuner, Director, Vice-President and Secretary/Treasurer 1305 Homestead Road Lehigh Acres, Florida 33936

ARTICLE VIII

The name and address of the Incorporator is Thomas W. Pfuner, 1305 Homestead Road, Lehigh Acres, Florida 33936.

ARTICLE IX

The private property of the stockholders shall not be subject to payment of the corporate debts in any extent.

ARTICLE X

This corporation shall indemnify and insure its offices and Directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this $9^{1/2}$ day of September, 1997.

Thomas W. Pfuner

STATE OF FLORIDA

COUNTY OF LEE

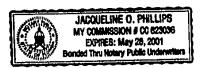
The foregoing Articles of Incorporation was acknowledged before me this 94 day or
September, 1997, by Thomas W. Pfuner, who is personally known to me or has produced
(type of identification) as identification and who did (did
not) take an oath.
WITNESS my hand and official seal in the State and County aforesaid this
September, 1997.

NOTARY PUBLIC:

(Print) Jacqueline U.

STATE OF FLORIDA AT LARGE (SEAL)

My Commission Expires:



OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In Compliance with the laws of Florida, the following is submitted:

First, that Thomas W. Pfuner, desiring to organize under the laws of the State of Florida, has named HEINZ S. PFUNER, 1305 Homestead Road, Lehigh Acres, County of Lee, State of Florida 33936, as its statutory Registered Agent.

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the previsions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as Registered Agent.

Heinz S. Pfuner

Dated: 9-9-97

97 SEP 25 AH 2: 04
SECRETARY OF STATE
TAIL AHASSEE FLORIDA