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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

10-28-97 MR. TARANGELO

Thomas TARANGELO  
Requestor's Name

1011 North 46 Ave.  
Address

Hollywood, FL 33021  
City State ZIP Phone

(954) 989-9242

VALIDATION ONLY

600002333616--1  
-10/30/97--01029--006  
\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

Systems, Inc.

Citadel Development Corporation

- |  |  |   |
|--|--|---|
| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Foreign         | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
| <input type="checkbox"/> Call When Ready           | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30                 |
| <input checked="" type="checkbox"/> Walk In        | <input type="checkbox"/> Will Wait       | <input checked="" type="checkbox"/> Pick Up         |
|  |  | <input type="checkbox"/> Mail Out                   |

Name
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Acknowledgment
W.P. Verifier

K. Rolfe NOV 21 1997  
W97-24723  
K. Rolfe OCT 30 1997

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97 OCT 20 10:17  
DIVISION OF CORPORATION



Empire Toll Free: 1-800-432-3028



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

October 30, 1997

EMPIRE

TALLAHASSEE, FL

SUBJECT: CITADEL DEVELOPMENT CORPORATION  
Ref. Number: W97000024723

We have received your document for CITADEL DEVELOPMENT CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6932.

Kimberly Rolfe  
Document Specialist

Letter Number: 297A0005273

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TALLAHASSEE, FLORIDA

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97 NOV 21 AM 10:33  
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION  
OF  
CITADEL DEVELOPMENT SYSTEMS, INC.**

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97 NOV 21 AM 10:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**ARTICLE ONE**

***NAME***

The name of the Corporation is **CITADEL DEVELOPMENT SYSTEMS, INC.**

**ARTICLE TWO**

***DURATION***

The term of existence of the Corporation is perpetual.

**ARTICLE THREE**

***PURPOSE***

The Corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE FOUR**

***CAPITAL STOCK***

The aggregate number of shares that the corporation has authority to issue is ONE THOUSAND (1,000) shares, all of which shall be Common Stock with a par value of ONE DOLLAR (\$1.00) per share.

**ARTICLE FIVE**

***PREEMPTIVE RIGHTS GRANTED***

Each shareholder of Common Stock of this Corporation shall be entitled to full Preemptive Rights to purchase any unissued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

**ARTICLE SIX**

***PRINCIPAL PLACE OF BUSINESS***

The street address of the principal place of business and registered office of the Corporation, and the name of the initial Registered Agent at that address is:

HOWARD E. ENRIQUE  
1358 Polk Street  
Hollywood, Florida 33019

**ARTICLE SEVEN**

***DIRECTORS***

The number of Directors of the Corporation shall be at least one (1) Director, and no more than three (3) Directors.

The initial Board of Directors of the Corporation shall consist of one (1) member. The name and street address of the first Board of Directors of the Corporation is as follows:

HOWARD E. ENRIQUE  
1358 Polk Street  
Hollywood, Florida 33019

**ARTICLE EIGHT**

***INCORPORATORS***

The name and street address of the Incorporator of these Articles of Incorporation is:

HOWARD E. ENRIQUE  
1358 Polk Street  
Hollywood, Florida 33019

**ARTICLE NINE**

***AMENDMENTS***


The Articles of Incorporation may be amended in the manner provided by law.

**ARTICLE TEN**

***COMMENCEMENT OF EXISTENCE***

The Corporation shall commence its existence on the date the Articles of Incorporation are filed of record with the Office of the Secretary of State.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 19 day of November, 1997.

By:   
HOWARD E. ENRIQUE,  
Incorporator

**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 607.34, Florida Statutes, the following is submitted in compliance with said Act:*

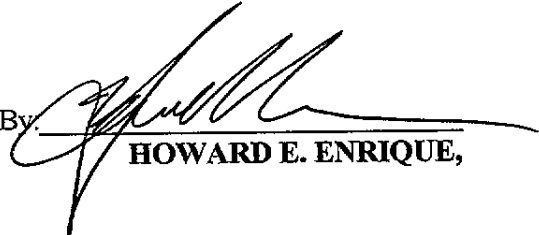
That **CITADEL DEVELOPMENT SYSTEMS, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of Hollywood, County of Broward, State of Florida, has named **HOWARD E. ENRIQUE**, located at 1358 Polk Street, Hollywood, Broward County, Florida 33019, as its Registered Agent to accept Service of Process within this State.

**ACKNOWLEDGEMENT:**

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 I 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 relative to keeping open said office; and I am familiar with and accept the obligations of my position as Registered Agent.

Dated: November, 19, 1997.

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

By   
**HOWARD E. ENRIQUE,**