

GEORGE CLARK
23 TORTUGA DRIVE STE 1-A
KEY LARGO, FLORIDA 33037
(305) 852-6399
FEBURARY 26, 1998

P98000035552

SECRETARY OF STATE
CORPORATION DIVISION
STATE OF FLORIDA
409 E. GAINES STREET
TALLAHASSEE, FLORIDA 32314

700002468027--7
-03/25/98-01052--023
*****70.00 *****70.00

RE: GULF STAR DEVELOPMENT CORP

GENTLEMEN:

ENCLOSED HERewith ARE THE ARTICLES OF INCORPORATION TOGETHER
WITH A COPY OF SAID ARTICLES FOR GULF STAR DEVELOPMENT CORP AND
OUR CHECK IN THE AMOUNT OF \$70.00 AS FOLLOWS:

FILING FEE	\$35.00
REGISTERED AGENT	35.00

TOTAL	\$70.00

RESPECTFULLY SUBMITTED,


GEORGE CLARK

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 20 AM 11:35

RP
04-20-98



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 27, 1998

GEORGE CLARK
23 TORTUGA DRIVE STE. 1-A
KEY LARGO, FL 33037

SUBJECT: GULF STAR DEVELOPMENT CORP.
Ref. Number: W98000006807

We have received your document for GULF STAR DEVELOPMENT CORP. and your check(s) totaling \$70.00. 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) 487-6929.

Randall Purinton
Document Specialist

Letter Number: 198A00016439

Certificate of Incorporation

98 APR 20 AM 11:35

-of-

GULF STAR DEVELOPMENT GROUP INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this corporation shall be:

GULF STAR DEVELOPMENT GROUP INC.

ARTICLE II

The corporation may engage in CONSTRUCTION, as well as, any other legal business activity permitted under the laws of the United States and of the state of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is ONE hundred (100) shares of common stock, having a par value of one (\$1.00) dollar per share.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than ONE hundred (\$100.00) dollars.

ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal office of the corporation shall be :

23 TORTUGA DRIVE STE 1-A

KEY LARGO, FLORIDA 33037

ARTICLE VII

The number of Directors of this corporation shall be at least one (1).

ARTICLE VIII

The name and street address of the members of the first Board of Director of this Corporation are as follows:

GEORGE CLARK

23 TORTUGA DRIVE STE 1-A

KEY LARGO, FLORIDA 33037

ROSA FARFAN

23 TORTUGA DRIVE STE 1-A

KEY LARGO, FLORIDA 33037

ARTICLE IX

The name and street address of the persons signing these Articles of Incorporation as incorporator is as follows :


GEORGE CLARK

23 TORTUGA DRIVE STE 1-A
KEY LARGO, FLORIDA 33037

ARTICLE X

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

In WITNESS WHEREOF, the undersigned, GEORGE CLARK, being a natural person competent to contract, have hereunto set her hands and seals this 31th day of MARCH 1998.

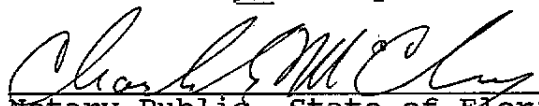


GEORGE CLARK, Incorporator

STATE OF FLORIDA
COUNTY OF MONROE

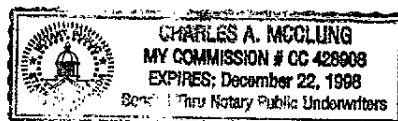
BEFORE ME, the undersigned Notary Public of the State of FLORIDA personally appeared GEORGE CLARK known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that she execute the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 31th day of MARCH 1998.



Notary Public, State of Florida
My commission expires:

(Notary Seal)



CERTIFICATE DESIGNATING PLACE OF BUSINESS 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: GULF STAR DEVELOPMENT GROUP INC. desiring to organize under the Laws of the State of Florida with its principal offices as indicated in the Articles of Incorporation, in the City of KEY LARGO, County of DADE, state of Florida has named GEORGE CLARK located at 23 TORTUGA DRIVE STE 1-A , KEY LARGO, FLORIDA 33037, as its agent to accept services of process within this State.

ACKNOWLEDGEMENT

Having been named to accept services of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.


GEORGE CLARK, Director

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 20 AM 11:35