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1-9-98

To: The Division of Incorporation

Ref: North Star Development, Inc.

Articles of Incorporation

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-04/23/98--01042--013

\*\*\*\*\*70.00 \*\*\*\*\*70.00

If you have any question

Regarding Those Articles please

Contact me at (941) 359-6375 - office  
or (941) 355-4384 - FAX

Thank you.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 APR 23 AM 9:45

E. Mark Holmes

4906 Copri Ave  
Sarasota FL 34235

RP  
662498

Articles Of Incorporation 98 APR 23 AM 9:45  
Of  
North Star Development, Inc.  
(A Close Corporation)

First: I, Mark Holmes, whose post office address is, 4906 Capri Ave., Sarasota, Florida 34235, being at least eighteen (18) years of age, hereby form a corporation under and by virtue of the General Laws of the State of Florida.

Second: The name of the corporation (hereinafter called the "Corporation") is: North Star Development, Inc.

Third: A. The purposes for which the Corporation are formed and the businesses or objectives to be carried on and promoted by it, within the State of Florida, or elsewhere, are as follows:

- (1) To acquire, operate, manage, improve, develop and sell real estate property.
- (2) In general, to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation.

B. The foregoing enumeration of the purposes, objectives and businesses of the Corporation is made in furtherance and not in limitation, of the powers conferred upon the Corporation by law, and it is not intended, by the mention of any particular purpose, object or business, to limit or restrict any of the powers of the Corporation, and the said Corporation shall have all the powers and rights now or hereafter conferred by statute upon corporations.

Fourth: The post office address of the principal office of the corporation in this state will be 4906 Capri Ave. Sarasota, Florida 34235. The Resident Agent of the Corporation is Mark Holmes whose post office address is 4906 Capri Ave. Sarasota, Florida 34235. Said Resident Agent is a citizen of the State of Florida and actually resides therein.

Fifth: The total number of shares of capital stock which the Corporation has authority to issue is one thousand (1,000) shares of common stock, all of one class, without par value.

Sixth: The Corporation elects to be a Close Corporation under Title 4 of the Corporation and Associations Article of the Annotated Code of Florida.

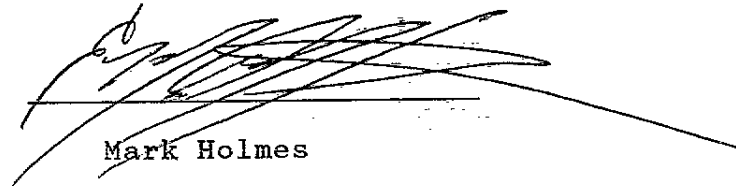
Seventh: The Corporation shall elect to have no Board of Directors. Until the time such election becomes effective, the Corporation shall have one (1) director; the name of the Director who shall act until the election to have no Board of Directors becomes effective is: Mark Holmes

Eighth: No holder of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of stock of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Directors may, in authorizing the issuance of stock of any class, or any bonds or convertible securities of any nature, confer any preemptive right that the Board of Directors may deem advisable in connection with such issuance.

Ninth: The Corporation shall have the power to indemnify, by express provision in its By-Laws, by Agreement, by special legal counsel, or by majority vote of its stockholders, any one or more of the following individuals: (1) present or former officers of the Corporation, (2) present or former administrators, trustees or other fiduciaries under pension, profit sharing deferred compensation, or any other employee benefit plan maintained by the Corporation and (3) persons serving or who have served at the request of the Corporation in any of the aforementioned capacities for any other corporation, partnership, joint venture, trust, or any other enterprises. Provided, however, that the Corporation shall not have the power to indemnify any person if such indemnification would be contrary to Section 2-418 of the Corporations and Associations Article of the Annotated Code of Florida, or any statute, rule or regulation of similar import.

Tenth: The Corporation elects not to be governed by, or subject to the requirements, as applicable, of Title 3 Subtitle 6 ("Special Voting Requirements") of the Corporations and Associations Articles of the Annotated Code of Florida, as amended from time to time.

In Witness Whereof, I have signed these Articles of Incorporation and I acknowledge the same to be my act on this 2nd day of January 1998.

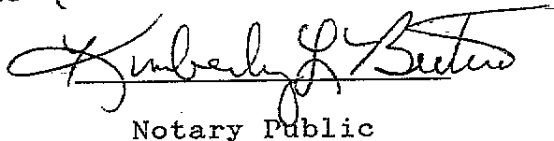
  
Mark Holmes

State of Florida  
county of Sansevier

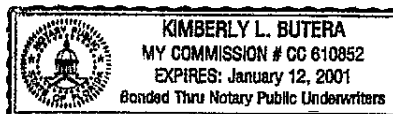
I Hereby Certify that on this, 3rd day of January, 1998,  
before me, the subscriber, a Notary Public in and for the  
State and county aforesaid personally appeared Mark Holmes  
and made oath in due form of law that the matters and facts  
set forth in the foregoing Articles of Incorporation are  
true.

In Witness Whereof, I hereunto set my hand and official  
seal.

ID - Fla Driver License

  
Notary Public

(Notarial Seal)



98 APR 23 AM 9:45

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS