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P98000064165

July 16, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

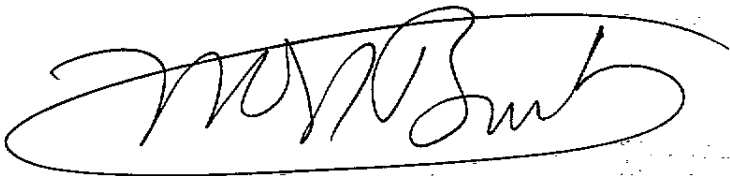
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*****70.00 *****70.00

Dear Sirs,

Please file the enclosed Articles and forward a file stamped copy to me at the above address. My check in the amount of \$70.00 is enclosed.

Thank you for your assistance in this matter.

Very Truly Yours,



Michael J. Brutz

98 JUL 20 AM 8:45

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

RP
07-22-99

ARTICLES OF INCORPORATION OF
SAPPHIRE DEVELOPMENT CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 20 AM 8:45

ARTICLE I
Name

The name of this Corporation is SAPPHIRE DEVELOPMENT CORPORATION.

ARTICLE II
Duration

The Corporation shall have a perpetual existence.

ARTICLE III
Purpose

The purpose of this Corporation is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
Capital Stock

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V
Initial Registered Office and Agent

The initial registered office and principal business address of this Corporation shall be 2351 West Eau Gallie Blvd., Suite 1, Melbourne, FL 32935 and the initial registered agent of this Corporation at such office shall be Michael J. Brutz, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI
Initial Board of Directors

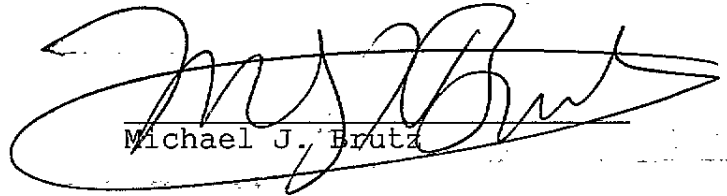
The Initial Board of Directors shall consist of one (1) member. The number of Directors may be increased or decreased from time to time, by vote of the stockholders, but in no case shall the number of Directors be less than one (1) nor more than four (4). The name and address of the Director constituting the Initial Board of Directors is:

NAME	ADDRESS
Michael J. Brutz	2351 West Eau Gallie Blvd., Suite 1 Melbourne, FL 32935

ARTICLE VII
Incorporator

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

NAME	ADDRESS
Michael J. Brutz	2351 West Eau Gallie Blvd. Suite 1 Melbourne, FL 32935


Michael J. Brutz

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing Articles of Incorporation for SAPPHIRE DEVELOPMENT CORPORATION were acknowledged before me this 15 day of July, 1998 by Michael J. Brutz as Incorporator.


Notary Public

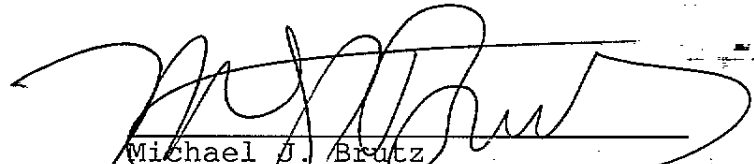
My Commission expires:



Melissa Gale Berkowitz
My Commission CC706042
Expires January 21, 2000

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for SAPPHIRE DEVELOPMENT CORPORATION Michael J. Brutz agrees to act in this capacity and agrees to comply with the provisions of Section 48.091, relative to keeping open such office.


Michael J. Brutz
2351 West Eau Gallie Blvd.
Suite 1
Melbourne, FL 32935

Dated: _____

July 15, 1998

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