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November 13, 1998

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

Re: Suncoast Development Group, Inc.

Dear Sirs:

Enclosed please find the original and one (1) copy of the Articles of Incorporation of the above referenced corporation along with a check in the amount of \$78.75 to cover Filing the Articles of Incorporation, Registered Agent Fee and Certified Copy of the Articles of Incorporation.

Please certify and stamp the copy with the filing date and time and return to the undersigned in the self-addressed, stamped envelope provided herewith.

Thank you for your cooperation in this regard.

Sincerely,

*Renae Hemminger*  
Renae Hemminger  
Enclosures

107 Granda St  
Royal Palm Beach FL  
33411

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

NOV 18 1998  
*[Signature]*

ARTICLES OF INCORPORATION  
OF  
SUNCOAST DEVELOPMENT GROUP, INC.

We, the undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate together to form a corporation under the laws of the State of Florida.

ARTICLE I  
NAME OF CORPORATION

The name of the corporation shall be: SUNCOAST DEVELOPMENT GROUP, INC.

ARTICLE II  
NATURE OF BUSINESS

The general nature of business and the objects and purposes proposed to be transacted and carried on, or to do any and all of the things hereinafter mentioned, as fully and to the same extent as natural persons might or could do:

To make estimates for itself and for others, and to bid upon, enter into, and carry out contracts for the grading and making of roads, walks, paths, railroads; the construction of bridges, buildings, piers, wharves, fortifications, power plants and developments, transmission lines, tunnels, subways, drainage and irrigation systems. To do building, structural, construction, erection, surveying, dredging, shoring, wrecking, salvage and electrical work of every kind in every part of the world. To manufacture and otherwise produce, buy, sell, and deal in building materials and all kinds of materials, supplies and equipment for masons, carpenters, builders, electricians, engineers and contractors. To acquire, use, employ, sell and deal in all suitable means, apparatus machinery, contrivances, equipment, and facilities for prosecuting its business.

To buy, sell, deal in, lease, hold or improve real estate and the fixtures and personal property incidental thereto or connected therewith; and with that end in view, to acquire by purchase, lease, hire or otherwise, lands, tenements, hereditaments or any interest therein and to improve the same, and generally to hold, manage, deal with and improve the property of the company, and to sell, lease, mortgage, pledge or otherwise dispose of the lands, tenements and hereditaments or other property of the company; to make, enter into, perform and carry out contracts for constructing, altering, decorating, maintaining, finishing, fitting up and improving buildings of every sort and kind; to advance money to and enter into contracts and arrangements of all kinds with builders, property owners and others.

To borrow money and contract debts for the transaction of its business and for the exercise of its corporate rights, privileges or franchises, or for any other lawful purpose of its incorporation; to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidences of indebtedness payable at a specified time or times or payable upon the happening of a specified event or events, whether acquired by mortgage, pledge or otherwise, or unsecured, for money borrowed or in payment for property purchased or acquired by any other lawful objects.

To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock of, or any bonds, securities or evidences of indebtedness created by any other corporation or corporations of this State or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote thereon.

To purchase, hold, sell and transfer shares of its own capital stock; subject however, to such limitations as may be provided by law, and provided further that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly, nor counted as outstanding for the purpose of any stockholders quorum or vote.

To purchase or otherwise acquire, directly and/or through ownership of stock in any corporation, all or any part of the business, good will, rights, property and assets of any individual, and to pay for the same in cash with the stock of this corporation, bonds or otherwise, and to hold or in any manner dispose of the whole or any part of the property so purchased, or to conduct in any lawful manner the whole or any part of the business so acquired, provided that such business is within the authorization on of the laws of the State of Florida, and any acts amendatory thereto; and to exercise all the powers necessary or convenient in or about the conducting and management of such business.

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TALLAHASSEE

To enter into general partnerships, limited partnerships (whether the corporation be a limited or general partnership), joint ventures, syndicates, pools, associates and other arrangements for carrying on one or more the purposes set forth herein jointly or in common with others, so long as the corporation would have the power to do so alone.

Without limiting any of the objects and powers of the corporation, it is expressly declared and provided that the corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of any of the objects hereinabove mentioned, to make and perform contracts of any kind and description and or any and all other acts and things and to exercise any and all other powers, with as principal, agent or broker, conferred by the laws of Florida upon corporations formed under those laws, and which a co-partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

### ARTICLE III CAPITAL STOCK

The maximum number of shares of common stock outstanding at any one time shall be 500 shares, have a nominal value of \$1.00 par value per share, all of one class.

### ARTICLE IV INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not less than five hundred (\$500.00) Dollars.

### ARTICLE V

The corporation is to exist perpetually.

### ARTICLE VI PRINCIPAL PLACE OF BUSINESS

The initial street address in this State of the principal office of this corporation is:

107 GRANADA STREET, ROYAL PALM BEACH, FL 33411

The board of directors may from time to time, move the principal office to any other address in the State of Florida.

### ARTICLE VII DIRECTORS

This corporation shall have not less than one (1) director initially. The number of directors may be increased for diminished from time to time by the laws adopted by the stockholders.

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a Director or Officer of the corporation, any person who serves at the request of this corporation, as a Director or Officer of any other corporation, from and against any all claims and liabilities to which such person shall become subject to by reason of his/her having heretofore or hereafter being a Director or Officer of this corporation, or by reason of any action alleged to have been or heretofore or hereafter taken or omitted by him/her as such Director or Officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him/her in connection with any such claim or liability as to which it shall be adjudged that such Director or Officer is liable for negligence or willful misconduct in the performance of his/her duties.

ARTICLE VIII  
INITIAL DIRECTOR, OFFICERS, REGISTERED AGENT AND  
REGISTERED ADDRESS OF THE CORPORATION

The name and street address of the first Board of Directors is:

NAME	OFFICE	ADDRESS
Renae Hemminger	President/Director	107 Granada Street Royal Palm Beach, FL 33411
John Holt	Vice President	917 Azure Wellington, FL 33414

The Registered Agent and Registered Address of the corporation is:

Renae Hemminger, 107 Granada Street, Royal Palm Beach, FL 33411

ARTICLE IX  
SUBSCRIBER

NAME	ADDRESS	SHARES	CONSIDERATION
Renae Hemminger	107 Granada St Royal Palm Beach, FL 33411	500	\$500

By: Renae Hemminger

Renae Hemminger  
President/Director

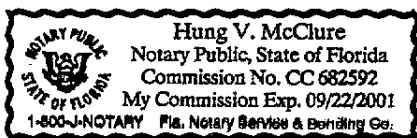
ARTICLE X  
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at the stockholders' meeting by the majority of the stock entitled to vote them on, unless all the directors and the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

STATE OF FLORIDA  
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above named to take acknowledgements personally appeared RENAE HEMMINGER.

WITNESS my hand and official seal in the County and State named above on this 13 day of NOVEMBER, 1998.



Hung V. McClure  
Notary Public, State at Large  
My Commission Expires:

98 NOV 16 AM 10:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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