

TRANSMITTAL LETTER
P9000069732

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

500002337215--3
-07/21/99--01021--009
*****70.00 *****70.00

SUBJECT: The Springwood Group, Inc.
(Proposed Corporate Name)

Enclosed is an original and (1) copy of the Articles of Incorporation and our check
for \$ 70.00.

FROM:

DEVRY E. DEWAN, CPA

7006 ATLANTIC BLVD.

JACKSONVILLE, FL. 32211-8706

(904) 725-2895

FILED
99 AUG -5 AM 7:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Note: Please provide the original and one copy of the Articles.

~~9/15/99~~



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 28, 1999

DEVRY E. DEWAN, CPA
7006 ATLANTIC BLVD.
JACKSONVILLE, FL 32211-8706

SUBJECT: NORTHERN LAKES DEVELOPMENT CORPORATION
Ref. Number: W99000017376

We have received your document for NORTHERN LAKES DEVELOPMENT CORPORATION 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) 487-6933.

Teresa Brown
Corporate Specialist

Letter Number: 899A00038379

ARTICLES OF INCORPORATION
OF
THE SPRINGWOOD GROUP, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is: THE SPRINGWOOD GROUP, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business, all in keeping with the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$10.00 par value common stock which shall be designated "Common Stock."

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE, MAILING OFFICE,
AND REGISTERED AGENTS OFFICE

The street of the initial registered office, mailing office, and registered agent's office of this corporation is 11232-5 ST. JOHN'S INDUSTRIAL PARKWAY N., JACKSONVILLE
FLORIDA 32246.

The name of the initial registered agent of this corporation is ERIC B. MORRIS

ARTICLE VII - INITIAL BOARD OF DIRECTORS

NAME

ADDRESS

PRESIDENT/V.PRES.

ERIC B. MORRIS

201 Stellar Ct.
Ponte Vedra Beach, FL. 32082

SECRETARY/TREAS.

VICTOR DeBELLIS

176 Patrick Mill Circle
Ponte Vedra Beach, FL. 32082

NAME

ERIC B. MORRIS

VICTOR DeBELLIS


ADDRESS201 Stellar Ct.
Ponte Vedra Beach, FL. 32082176 Partick Mill Circle
Ponte Vedra Beach, FL. 32082ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.


ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 3rd day of August, 1999.



SUBSCRIBER ERIC B. MORRIS



SUBSCRIBER VICTOR DeBELLIS

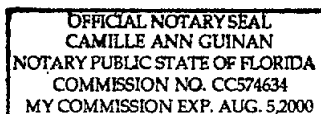
BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared *ERIC B. MORRIS and VICTOR DeBELLIS*

known to be and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledge before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 3rd day of *August*, 1999.

Camille Ann Guinan

NOTARY PUBLIC, STATE OF FLORIDA.
AT LARGE



CERTIFICATE OF SERVICE FOR THE SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - That *THE SPRINGWOOD GROUP, INC.*

desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Jacksonville, State of Florida, has named *ERIC B. MORRIS*

located at *11232-5 St. John's Industrial Parkway N.*, Jacksonville, Florida

32246, as its agent to accept service of process within Florida.

SIGNATURE

TITLE:

DATE:

August 3, 1999

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE CAPTIONED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

SIGNATURE

REGISTERED AGENT
ERIC B. MORRIS

DATE:

August 3, 1999

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TALLAHASSEE, FLORIDA