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*FL BAR BOARD CERTIFIED
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TRUSTS AND ESTATES LAWYER
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CITY, COUNTY AND LOCAL
GOVERNMENT LAWYER

September 17, 1999

Florida Secretary of State
Division of Corporations
P. O. Box 5588
Tallahassee, FL 32314

Re: Pine Ridge, Inc.

Development, Inc.

300002991783--5
-09/21/99--01009--011
*****78.75 *****78.75

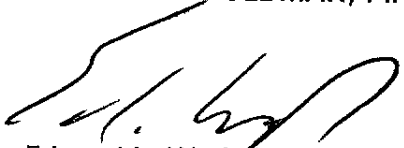
Dear Madame Secretary:

Enclosed please find original and copy of Articles of Incorporation with attached Certificate Designating Registered Agent. Also enclosed please find our check in the amount of \$78.75 to cover the filing fee. Once these Articles have been filed, please forward the certified copy to me at the above address.

Your assistance with this is appreciated.

Very truly yours,

WOTITZKY, WOTITZKY, MIZELL,
ROSS & GOLDMAN, P.A.


Edward L. Wotitzky

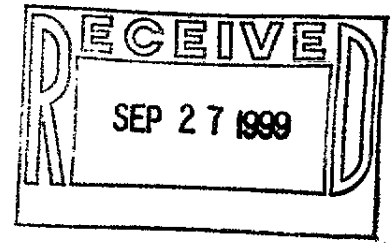
FILED
99 OCT -4 PM 12:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ELW/sjb
Enclosures

099-22028
PH 10/4/99✓



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State



September 23, 1999

EDWARD L. WOTITZKY, ESQ.
223 TAYLOR ST
PUNTA GORDA, FL 33950-4427

SUBJECT: PINE RIDGE, INC.
Ref. Number: W99000022028

We have received your document for PINE RIDGE, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(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.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 099A00046684

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CIRCUIT AND FAMILY LAW
****FL BAR BOARD CERTIFIED
CITY, COUNTY AND LOCAL
GOVERNMENT LAWYER

September 30, 1999

Florida Secretary of State
Division of Corporations
Att: Pamela Hall
P. O. Box 6327
Tallahassee, FL 32314

Re: Pine Ridge Development, Inc.
Reference No. W99000022028

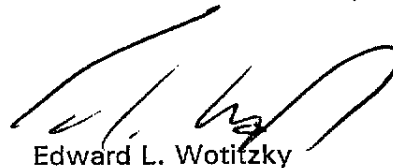
Dear Ms. Hall:

Thank you for your letter of September 23, 1999 concerning the above-referenced matter. We have reviewed the availability of various names, and re-submit the original Articles of Incorporation under the name "Pine Ridge Development, Inc.".

We understand receipt of the filing fee has been acknowledged. Please advise if any additional documentation regarding this matter is needed.

Very truly yours,

WOTITZKY, WOTITZKY, MIZELL,
ROSS & GOLDMAN, P.A.



Edward L. Wotitzky

ELW/sjb
Enclosures

CC: Client

ARTICLES OF INCORPORATION
OF
PINE RIDGE DEVELOPMENT, INC.

FILED
99 OCT -4 PM 12: 12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, does hereby sign and direct these Articles to be delivered to the Department of State, State of Florida, for the purpose of forming a corporation under the laws of the State of Florida.

Article 1 - Name and Mailing Address

The name of this corporation is PINE RIDGE DEVELOPMENT, INC. and its mailing address shall be 11730 S.W. Dallas Drive N., Lake Suzy, Florida 34266.

Article 2 - Duration of Corporate Existence

This corporation shall exist perpetually.

Article 3 - Purposes

The general purposes for which this corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes, as the same now exists or as it may hereafter be changed.

Article 4 - Capital Stock

The aggregate number of shares of stock this corporation is authorized to have outstanding at any time is 1,000 shares of common stock. There shall be no other type or class of stock.

Article 5 - Address and Registered Agent

The street address of the initial registered office of this corporation shall be 11730 S.W. Dallas Drive N., Lake Suzy, Florida 34266. The name of the initial registered agent at such address is Diana Uebelacker.

Article 6 - Directors

This corporation shall have three directors initially. The number of directors may be increased or decreased from time to time by Bylaws adopted by the shareholders, but shall never be less than one nor more than seven.

Article 7 - Initial Directors

The name and post office address of the initial directors are:

<u>Name</u>	<u>Address</u>
Thomas C. Murphy	524 Wabash Terrace Port Charlotte, FL 33954
Matthew M. Uebelacker	11730 S.W. Dallas Drive N. Lake Suzy, FL 34266
Diana R. Uebelacker	11730 S.W. Dallas Drive N. Lake Suzy, FL 34266

Article 8 - Incorporator

The name and post office address of the incorporator of this corporation is:

<u>Name</u>	<u>Address</u>
Diana R. Uebelacker	11730 S.W. Dallas Drive N. Lake Suzy, FL 34266

Article 9 - Preemptive Rights

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that shareholder's pro rata portion of the following:

A. Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or

B. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the corporation stating the price, terms and conditions of the issue of shares and inviting the shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the shareholder.

Article 10 - Indemnification

The corporation shall indemnify any person who was or is a party or is threatened to be made a party, to any threatened, pending, or completed action, suit, or proceeding whether civil, criminal, administrative, or investigative, by reason of the fact that he or she is or was a director or officer of the corporation, or is or was serving at the request of the corporation as a director or officer of any other corporation, partnership, joint venture, trust, or other enterprise against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlements, actually and reasonably

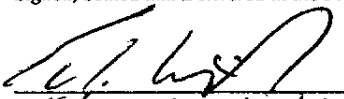
incurred by him; or her in connection with such action, suit, or proceeding, including any appeal thereof, if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interest of the corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe such conduct was unlawful. However, no indemnification shall be provided in any action or suit by or in the right of the corporation to procure a judgment in its favor, with respect to any claim, issue or matter as to which such person is adjudged to be liable for negligence or misconduct in the performance of his or her duty to the corporation. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or on a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not meet the applicable standard of conduct. Indemnification hereunder shall continue to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors, and administrators of such person.

Article 11 - Amendment

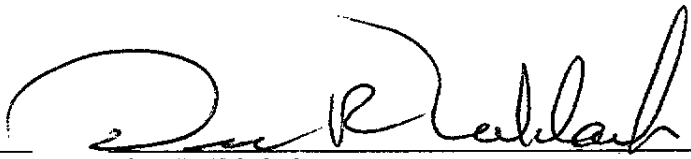
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all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

IN WITNESS WHEREOF, the undersigned has hereunto subscribed their name and affixed their seal this 17th day of September, 1999.

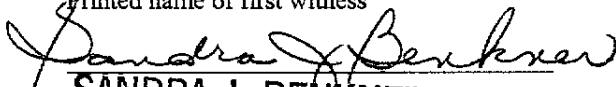
Signed, Sealed and Delivered in the Presence of:



Edward L. Wstitzky
Printed name of first witness



Diana R. Uebelacker



SANDRA J. BENKNER
Printed name of second witness

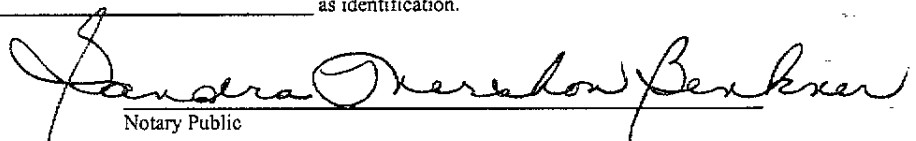
State of Florida
County of Charlotte

The foregoing instrument was acknowledged before me this 17th day of September, 1999 by DIANA R. UEBELACKER. She is personally known to me or produced _____ as identification.

My Commission expires:



Sandra Mershon Benkner
MY COMMISSION # CC651240 EXPIRES
July 30, 2001
BONDED THRU TROY FAIN INSURANCE, INC.



Notary Public

Printed name of notary

Serial or Commission Number

c:\Corporation\Pine Ridge\Articles of Inc.

**CERTIFICATE DESIGNATING A REGISTERED AGENT AND
REGISTERED OFFICE FOR THE SERVICE OF PROCESS**

FILED
99 OCT -4 PM 12: 12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


In compliance with § 48.091 Fla. Stat., the following is submitted:

PINE RIDGE DEVELOPMENT, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 11730 S.W. Dallas Drive N., Lake Suzy, DeSoto County, Florida, has designated DIANA R. UEBELACKER, whose street address is 11730 S.W. Dallas Drive N., Lake Suzy, DeSoto County, Florida, as its agent to accept service of process within this state.

PINE RIDGE DEVELOPMENT, INC.

ACCEPTANCE

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.



Diana R. Uebelacker