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CSC _	THE UNITED STATES
	CORPORATION
	COMPANY

ACCOUNT NO. : 072100000032

REFERENCE: 786308

4331109

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE : August 3, 2000

ORDER TIME : 11:58 AM

ORDER NO. _: 786308-005

CUSTOMER NO: 4331109

400003345454--3

CUSTOMER: Mr. Steve Hannan

Florida Crystals Corporation

Suite 316

340 Royal Poinciana Way Palm Beach, FL 33480

DOMESTIC FILING

NAME:

GRAND BAY VILLAS INVESTMENT

COMPANY ___

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

___ CERTIFIED_COPY

__ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133

SALE FOR SOLUTION OF THE STATE OF THE

00 AUG -3 PM 12: 58 BECEINED

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

GRAND BAY VILLAS INVESTMENT COMPANY

00 AUG -3 PH 2: 59

Articles of Incorporation

The undersigned incorporator subscribes to the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

Article I

Name. The name of the corporation is: Grand Bay Villas Investment Company

Article II

Address. The street address and mailing address of the initial principal office of the corporation is:

340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480

Article III

Capital Stock. The number of shares the corporation is authorized to issue is Ten Thousand (10,000) shares Common Stock having a par value of One Dollar (\$1.00) per share.

Article IV

Registered Office and Registered Agent. The street address of the corporation's initial registered office and the name of its initial registered agent at such office are:

Armando A. Tabernilla, Esq. 340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480

Article V

Incorporator. The name and address of the incorporator is:

Armando A. Tabernilla, Esq. 340 Royal Poinciana Way, Suite 316 Palm Beach, Florida 33480

Executed this 31st day of July, 2000.

Armando A. Tabernilla, Esq., Incorporator

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

GRAND BAY VILLAS INVESTMENT COMPANY

00 AUG -3 PM 2:59

Statement Of Acceptance Of Appointment As Registered Agent

I agree to act as initial registered agent to accept service of process for Grand Bay Villas Investment Company at 340 Royal Poinciana Way, Suite 316, Palm Beach, Florida 33480. I agree to comply with Section 607.0505, Florida Statutes, and all other statutes relating to the proper and complete performance of my duties. I am familiar with and accept the obligations of my position as registered agent.

Dated this 31st of July, 2000.

Armando A. Tabèrnilla, Esq