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MICHAEL WM MEAD

Attorney at Law

POST OFFICE DRAWER 1329
24 WALTER MARTIN ROAD
FORT WALTON BEACH, FLORIDA 32549-1329
TELEPHONE (850) 243-3135
FAX No. (850) 244-4849

April 28, 1999

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

RE: CHACATO LANDING CORP.

400002862834--1
-05/05/99--01002--003
****122.50 ****78.75

Gentlemen:

Enclosed please find the original and one copy each of the Articles of Incorporation and Registered Agent form for filing regarding the above-referenced matter. Please file and return a certified copy to this office.

Also enclosed please find my check in the sum of \$122.50 that represents the following:

| | |
|------------------|----------|
| Filing fee | \$ 35.00 |
| Certified copies | 52.50 |
| Registered agent | 35.00 |

Thank you for your assistance and cooperation in this matter.

Sincerely,

MICHAEL Wm MEAD
MWM/bjg

Enclosures: a/s

CORP\ Corp filing

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY -3 PM 5:09

6. P. P. MAY 5 1999

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 MAY -3 PM 5:09

OF

CHACATO LANDING CORP.

The undersigned subscribers to these Articles of Incorporation, being natural persons, competent to contract, do hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I.

Name

The name of this corporation is: CHACATO LANDING CORE.

ARTICLE II.

Nature of Business

The general nature of the business or businesses to be transacted by this corporation is the following: To do any and all acts authorized by the general laws of the State of Florida regardless of said principal purpose.

ARTICLE III.

Term of Existence

The term of existence of the corporation shall be perpetual.

ARTICLE IV.

Capital Stock

The maximum number of shares that this corporation is authorized to have outstanding at any one time is TEN THOUSAND (10,000) SHARES having a nominal or par value of \$1.00 per share.

ARTICLE V.

Address

The principal place of business of this corporation shall be: 447 Valparaiso Parkway, Valparaiso, Florida 32580, however, the business shall also be conducted at such other places, such other counties, and such other towns or cities within the State of Florida as may from time to time be authorized and directed by the shareholders.

ARTICLE VI.

Amendment

These Articles of Incorporation may be amended in the manner provided

MICHAEL Wm MEAD
ATTORNEY AT LAW
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FORT WALTON BEACH,
FLORIDA 32549-1329

by law. The majority of the stockholders entitled to vote thereon shall approve every Amendment at a stockholder's meeting.

ARTICLE VII.
Management of Corporation Affairs

The business of this corporation shall be managed by its stockholders rather than by a Board of Directors. In the management of the business of the corporation, the act of the stockholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall be the act of the stockholders. Each stockholder shall be entitled to one (1) vote in person or by proxy for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, present in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

ARTICLE VIII.
Officers

The names and addresses of the President, Vice-President, Secretary, and Treasurer are:

| <u>Name</u> | <u>Address</u> | <u>Office</u> |
|------------------|---|-------------------------------|
| R.V. Schroeder | 447 Valparaiso Pkwy Valparaiso, FL 32580 | President & Treasurer |
| L.S. Miller, Jr. | 630 Jerrells Avenue Fort Walton Beach, Florida 32547 4062 BOND CIR. NICEVILLE, FL. 32578 | Vice President & Secretary |

ARTICLE IX.
Subscribers

The name and address of the subscriber of these Articles of Incorporation and the number of shares he agrees to take are as follows:

| <u>Name</u> | <u>Address</u> | <u>Shares</u> |
|------------------|---|---------------|
| R.V. Schroeder | 447 Valparaiso Pkwy Valparaiso, FL 32580 | 500 shares |
| L.S. Miller, Jr. | 630 Jerrells Avenue Fort Walton Beach, Florida 32547 4062 BOND CIR. NICEVILLE, FL. 32578 | 500 shares |

ARTICLE X.
Registered Agent

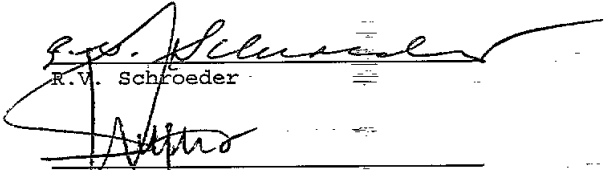
The Registered Agent of the corporation shall be R.V. SCHROEDER, and the street address of the office, place of business or location for the service of process within this State shall be: 447 Valparaiso Parkway, Valparaiso, Okaloosa County, Florida 32580.

ARTICLE XI.
Incorporator

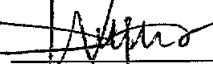
The names and addresses of the incorporators to these Articles of Incorporation are:

| | |
|------------------|---|
| R.V. Schroeder | 447 Valparaiso Pkwy Valparaiso, FL 32580 |
| L.S. Miller, Jr. | 630 Jerrells Avenue Fort Walton Beach, Florida 32547 4062 BOND CIR. NICEVILLE, FL. 32578 |

IN WITNESS WHEREOF, the undersigned have hereunto executed these presents this 27th day of April 1999.



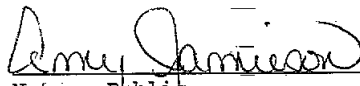
R.V. Schroeder



L.S. Miller, Jr.

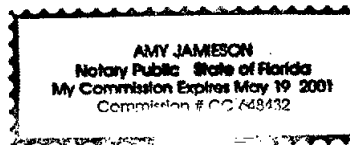
STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 27th day of April 1999, by R.V. SCHROEDER and L.S. MILLER, JR., who are personally known to me.



Notary Public

My Commission Expires: 5/19/2001



STATE OF FLORIDA
DEPARTMENT OF STATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

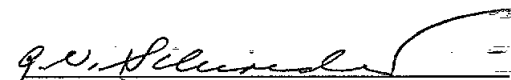
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST:

CHACATO LANDING CORP., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 447 Valparaiso Parkway, Valparaiso, Okaloosa County, Florida 32580, has named R.V. SCHROEDER, located at 447 Valparaiso Parkway, Valparaiso, Okaloosa County, Florida 32580, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


R.V. Schroeder

MICHAEL WM MEAD
ATTORNEY AT LAW
24 WALTER MARTIN ROAD
P. O. DRAWER 1329
FORT WALTON BEACH,
FLORIDA 32549-1329

Corporations\ Chacato Landing Corp Articles & RA
MWM/bjg