

A99000000759



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 235655 10764A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 11 PM 2:00

ORDER DATE : May 11, 1999

ORDER TIME : 12:01 PM

ORDER NO. : 235655-005

CUSTOMER NO: 10764A

100002871461--5
-05/11/99--01057--019
***1785.00 ***1785.00

CUSTOMER: William E. Loucks, Esq
SMITH HOOD PERKINS LOUCKS
SMITH HOOD PERKINS LOUCKS
Suite 900
444 Seabreeze Boulevard
Daytona Beach, FL 32118

DOMESTIC FILING

NAME: OCEANSIDE ONE, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS: _____

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CERTIFICATE OF LIMITED PARTNERSHIP

ARTICLE I

The name of the Limited Partnership shall be:

OCEANSIDE ONE, LTD.

ARTICLE II

The address of the Limited Partnership is: 444 Seabreeze Boulevard, Suite 900
Daytona Beach, FL 32118, and the name and address of its agent for service of process is: Charles
D. Hood, Jr., 444 Seabreeze Boulevard, Suite 900, Daytona Beach, FL 32118.

ARTICLE III

The name and business address of the General Partner is: D & B of Daytona, Inc.,
444 Seabreeze Blvd., Suite 900, Daytona Beach, FL 32118.

ARTICLE IV

The mailing address for the Limited Partnership is: P.O. Box 15200, Daytona
Beach, FL 32115.

ARTICLE V

The latest date upon which the Limited Partnership is to dissolve is May 1, 2044.

IN WITNESS WHEREOF, the undersigned has executed the foregoing Certificate

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of Limited Partnership on this 10th day of May, 1999.

GENERAL PARTNER:

D & B of Daytona, Inc.

By 

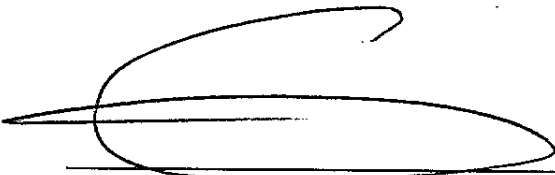
Charles D. Hood, Jr., President

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ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Oceanside One, Ltd., which is contained in the foregoing Certificate of Limited Partnership.

DATED this 10th day of May, 1999.


Charles D. Hood, Jr.
Registered Agent

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, the undersigned, constituting the general partner of Oceanside One, Ltd., a Florida Limited Partnership, certifies as follows:

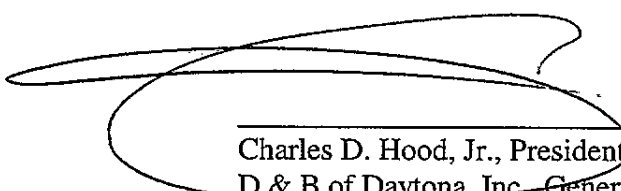
The amount of capital contributions to date of the limited partners is \$ - 0 -.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 2,500,000.

Dated this 10th day of May, 1999.

FURTHER AFFLIANT SAYETH NOT.

Under the penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.




Charles D. Hood, Jr., President of
D & B of Daytona, Inc., General Partner

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 10th day of May, 1999, by Charles D. Hood, Jr. as President of D & B of Daytona, Inc., a Florida corporation, on behalf of the corporation, the sole General Partner of Oceanside One, Ltd. He is personally known to me.



GAY E. RICKMYRE
MY COMMISSION # CC454526 EXPIRES
July 8, 1999
BONDED THRU TROY FAIN INSURANCE, INC.



Notary Public, State of Florida at Large
My Commission expires: 7-8-99