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ANDREWS & DAVIS
ATTORNEYS AT LAW
THE PROFESSIONAL BUILDING
694 BALDWIN AVENUE, SUITE 1
POST OFFICE BOX 705
DEFUNIAK SPRINGS, FLORIDA 32435

ANGUS G. ANDREWS
MARK D. DAVIS

TELEPHONE (850) 892-5838
FACSIMILE (850) 892-5837

August 5, 2004

The Department of State
Division of Corporation
409 E. Gaines Street
Tallahassee, Florida 32399

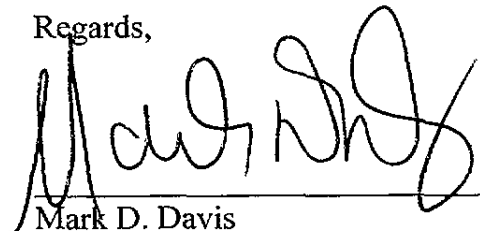
Re: Walton Gulf Front Property Owners Association, Inc., a Florida corporation

Dear Division of Corporation:

Enclosed is an original and one copy of the Articles of Incorporation for the above referenced corporation. A check in the amount of \$ 78.75 is enclosed for the filing fee, certified copy and a certificate of status.

Thank you for your prompt attention to this matter. If you have any questions or concerns, please do not hesitate to contact me.

Regards,



Mark D. Davis
Andrews & Davis

MDD.sjd

Enclosure(s)

ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

Walton Gulf Front Property Owners Association, Inc.

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ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Principal Place of Business shall be: 694 Baldwin Avenue, Suite 1, DeFuniak Springs, Florida 32435
The mailing address of the corporation shall be: Post Office Box 1673, Santa Rosa Beach, Florida 32459.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

To promote the interests and property rights of those persons who own property along the beach front in Walton County, Florida and to carry out such activities to accomplish said purpose and for all other purposes allowed by law.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

By a majority of the members of the corporation.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

Emmett F. Hildreth, Jr., Board Member and President, Post Office Box 1673, Santa Rosa Beach, Florida 32459;
Charles Hilton, Board Member and V. President, Post Office Box 18049, Panama City, Beach, Florida 32417; and
Linda Hildreth, Board Member and Sec. - Treasurer, Post Office Box 1673, Santa Rosa Beach, Florida 32459

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Mark D. Davis, Attorney at Law
Andrews & Davis
694 Baldwin Avenue, Suite 1
DeFuniak Springs, Florida 32435

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Emmett F. Hildreth, Jr., Post Office Box 1673, Santa Rosa Beach, Florida 32459.


Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent

7-26-04

Date



Signature/Incorporator

7-26-04

Date