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January 4, 1995

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

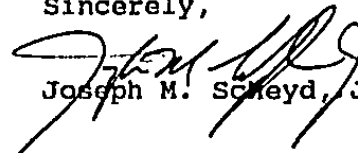
RECEIVED
DIVISION OF CORPORATIONS
JAN 9 6 11:00

RE: Articles of Incorporation for Citizens For A Better Destin,
Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles
of Incorporation, including Registered Agent Certificate, for the
above-corporation. Also enclosed is a check in the amount of
\$130.00. Please return a file marked copy to the undersigned.

Sincerely,


Joseph M. Scheyd, Jr.

JMSjr:tjd

Enclosures

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RAN 1-11

ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 JAN -9 AM 11:00

CITIZENS FOR A BETTER DESTIN, INC.

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles Of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be: CITIZENS FOR A BETTER DESTIN, INC.

ARTICLE II - PRINCIPLE PLACE OF BUSINESS AND MAILING ADDRESS

The principle place of business and the mailing address of this corporation shall be: 3421 Scenic Highway 98 East, Destin, Florida 32541.

ARTICLE III - PURPOSE

The specific purpose for which the corporation is organized is to pursue a civic agenda for the betterment and preservation of Destin, Florida.

ARTICLE IV - MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed shall be stated in the By-Laws.

ARTICLE V - LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes.

ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is Joseph M. Scheyd, Jr., 305 Main Street, Destin, Florida 32541.

ARTICLE VII - INCORPORATORS

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

Randy Ross	3391 Scenic Highway 98 East Destin, Florida 32541
John LeGrand	3421 Scenic Highway 98 East Destin, Florida 32541

The undersigned incorporators have executed these Articles Of Incorporation this 22nd day of December, 1994.


RANDY ROSS


STATE OF FLORIDA

COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 29th day of December, 1994 by RANDY ROSS, who is personally known to me or who has produced _____ as identification and acknowledged and declared that he executed the same for the uses and purposes therein set forth.



JOSEPH M. SCHEYD, JR.
MY COMMISSION # CC265692 EXPIRES
March 14, 1997
BONDED THRU TROY FAIR INSURANCE, INC.


NOTARY PUBLIC - State of Florida
My Commission Expires: _____


JOHN LEGRAND

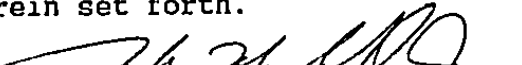
STATE OF FLORIDA

COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 29th day of December, 1994 by JOHN LEGRAND, who is personally known to me or who has produced _____ as identification and acknowledged and declared that he executed the same for the uses and purposes therein set forth.



JOSEPH M. SCHEYD, JR.
MY COMMISSION # CC265692 EXPIRES
March 14, 1997
BONDED THRU TROY FAIR INSURANCE, INC.


NOTARY PUBLIC - State of Florida
My Commission Expires: _____

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office in the State of Florida. The name of the corporation is CITIZENS FOR A BETTER DESTIN, INC. The name and address of the registered agent is Joseph M. Scheyd, Jr. and the address of the registered office is 305 Main Street, Destin, Florida 32541.

HAVING BEEN NAMED AS REGISTERED AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


JOSEPH M. SCHEYD, JR.

DATE: 12/29/94