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DONALD R. McCLUNG, P.A.
ATTORNEY AT LAW
10640 QUAIL RIDGE DRIVE
ST. AUGUSTINE, FLORIDA 32095

TELEPHONE: (904) 825-4381

FAX: (904) 825-2734

January 13, 2000

Ms. Bobbie Cox
Florida Department of State
Division of Corporations
George Firestone Building
409 E. Gaines Street
Tallahassee, Florida 32399

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-12/28/99-01065-001
*****78.75 *****78.75

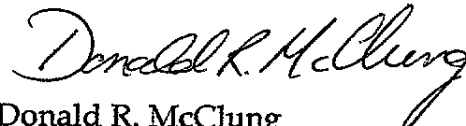
RE: Sea View Investment Group, Inc.

Dear Ms. Cox:

Please find enclosed the original and one copy of the Articles of Incorporation, along with the Acceptance by Registered Agent, the Plan and Agreement of Merger, and the Articles of Merger and Plan of Merger forms for Sea View Investment Group, Inc., along with a check in the amount of \$35.00 to cover the balance of the filing fees.

Your assistance in this matter has been extremely helpful and greatly appreciated. Thank you.

Sincerely,


Donald R. McClung

EFFECTIVE DATE
12-24-99

FILED
1999 DEC 28 AM 8:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W-528

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ARTICLES OF INCORPORATION
OF
SEA VIEW INVESTMENT GROUP, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

ARTICLE 1

NAME AND ADDRESS

Section 1.1
Investment Group, Inc.

Name. The name of the corporation is Sea View

Section 1.2
office of the corporation is

Address of Principal Office. The address of the principal
830-13 A1A North
#113
Ponte Vedra Beach, FL 32082.

ARTICLE 2

DURATION

Section 2.1 Duration. This corporation shall exist perpetually.
Corporate existence shall commence on the date these Articles are executed, except that if they are not filed by the Department of State of Florida within five business days after they are executed, corporate existence shall commence upon filing by the Department of State.

ARTICLE 3

PURPOSES

Section 3.1 Purposes. This corporation is organized for the
purposes of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE 4

CAPITAL

Section 4.1 Authorized Capital. The maximum number of shares of
stock which this corporation is authorized to have outstanding at any one time is 10,000
shares of voting common stock having a par value of \$1.00 per share.

ARTICLE 5

INITIAL REGISTERED OFFICE AND AGENT

Section 5.1 Name and Address. The street address of the initial registered office of this corporation is

10640 Quail Ridge Drive
St. Augustine, FL 32095,
and the name of the initial registered agent of this corporation at that address is
Donald R. McClung.

ARTICLE 6

DIRECTORS

Section 6.1 Number. This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2 Initial Directors. The name and address of the members of the first board of directors of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Ruth E. Busbey	160 Pelican Reef Drive, St. Augustine, FL 32084
Donald R. McClung	10640 Quail Ridge Drive, St. Augustine, FL 32095

ARTICLE 7

BYLAWS

Section 7.1 Bylaws. The initial bylaws of this corporation shall be adopted by the board of directors. Bylaws may be amended or repealed from time to time by either the board of directors or the shareholders, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the board of directors.

ARTICLE 8

INCORPORATOR

SECTION 8.1 Name and Address. The name and street address of the incorporator of this corporation is:

NAME

ADDRESS

Donald R. McClung

10640 Quail Ridge Drive, St. Augustine, FL 32095

ARTICLE 9

INDEMNIFICATION

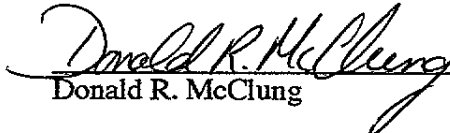
Section 9.1 Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE 10

AMENDMENT

Section 10.1 Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles on December 24, 1999.


Donald R. McClung

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in the above Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and I accept the obligations of a registered agent.

Donald R. McClung
Donald R. McClung

12/24/99
Date

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