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February 16, 2000

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

400003139694--4
-02/18/00--01065--002
*****70.00 *****70.00

Re: BEACH SAND INVESTMENTS, INC.

Gentlemen:

Enclosed is an original and one (1) copy of the Articles of Incorporation of Beach Sand Investments, Inc., and Designation of Resident Agent, together with check in the amount of Seventy (\$70.00) Dollars for filing.

Thank you for your service.

Sincerely,



David Bracewell
P.O. Box 18875
Panama City Beach, FL 32417-8875

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 18 AM 9:56

B. McKnight FEB 23 2000

ARTICLES OF INCORPORATION

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

BEACH SAND INVESTMENTS, INC.

ARTICLE II - PRINCIPAL OFFICE

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

609 Dogwood Street
Panama City Beach, Florida 32407

Post Office Box 18875
Panama City Beach, Florida 32417-8875

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE HUNDRED (100) SHARES

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DIVISION OF CORPORATIONS
00 FEB 18 AM 9:56

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

DORMAN BARON
14320 Front Beach Road
Panama City Beach, Florida 32413

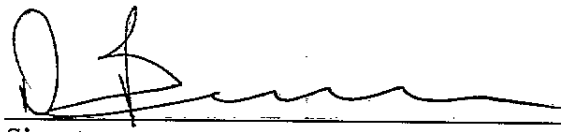
ARTICLE V - INCORPORATORS

President: DAVID BRACEWELL
609 Dogwood Street
Panama City Beach, Florida 32407

Secretary: DAVID BRACEWELL
609 Dogwood Street
Panama City Beach, Florida 32407

Treasurer: DAVID BRACEWELL
609 Dogwood Street
Panama City Beach, Florida 32407

The undersigned incorporator has executed these Articles of Incorporation this 16 day of
February, 2000.



Signature

**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 OFFICE/REGISTERED AGENT, IN THE STATE
OF FLORIDA.**

- 1. The name of the corporation is:**

BEACH SAND INVESTMENTS, INC.

- 2. The name and address of the registered agent and office is:**

**DORMAN BARON
14320 Front Beach Road
Panama City Beach, Florida 32413**

**Having been named as registered agent and to accept service of process for the above stated
corporation at the place designated in this 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.**

Signature

Dorman L Baron

February 16TH, 2000

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