116 East Fourth Street P. O. Box 532 Panama City, Florida 32402

MICHEL L. STONE PAMELA DRU SUTTON

Telephone: (850) 785-7272 Telecopier: (850) 785-7094

March 7, 2000

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

800003162248--5 -03/08/00--01059--010 *****78.75 ******78.75

Re: Emerald Coast Property Care Company, Inc.

To the Division of Corporations:

Enclosed please find the following, with respect to the above-named corporation

- Articles of incorporation, original and one copy.
- Designation of registered address and registered agent and acceptance by registered agent.
- 3. Check in the amount of \$78,75.

Please send me a certified copy of the articles and a certificate of incorporation.

Thank you for your attention to this matter.

Very truly yours,

Pamela Dru Sutton

/pds

Enclosures: as stated.

ARTICLES OF INCORPORATION OF EMERALD COAST PROPERTY CARE COMPANY, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation:

ARTICLE I: NAME

The name of the corporation is Emerald Coast Property Care Company, Inc.

ARTICLE II: PRINCIPAL PLACE OF BUSINESS

The street address of the initial principal place of business of the corporation is 107 North 19th Street, Mexico Beach, Florida 32410. The mailing address of the corporation is P. O. Box 14280, Mexico Beach, Florida 32410.

ARTICLE III: DURATION

The duration of the corporation is perpetual.

ARTICLE IV: PURPOSES

The general purposes for which the corporation is organized are:

- 1. To engage in the business of providing the service of caring for, tending, and maintaining real property and improvements thereof.
- 2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
- 3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE V: STOCK

The aggregate number of shares of stock which the corporation is authorized to issue is 100 shares with a par value of \$10 per share.

ARTICLE VI: REGISTERED AGENT AND REGISTERED ADDRESS

The name and Florida street address of the registered agent are: Robert Ginsberg, 107 North 19th Street, Mexico Beach, Florida 32410

ARTICLE VII: OFFICERS

The name and address of the officers are:

President, Vice President, Secretary, Treasurer: Robert Ginsberg, 107 North 19th Street, Mexico Beach, Florida 32410

ARTICLE VII: INCORPORATOR

The name and address of the incorporator are:

Robert Ginsberg, P. O. Box 14280, Mexico Beach, Florida 32416

Executed by the undersigned at Mexico Beach, Florida, this _____ day of March, 2000.

ROBERT GINSBERG, INCORPORATOR

Date

EMERALD COAST PROPERTY CARE COMPANY, INC. CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation organized under the laws of the state of Florida submits the following statement in designating the registered agent and the registered office in the state of Florida:

- 1. The name of the name of the corporation is EMERALD COAST PROPERTY CARE COMPANY, INC.
- 2. The name and address of the registered agent and registered office are: Robert Ginsberg, 107 North 19th Street, Mexico Beach, Florida 32410.

Signed:

ROBERT GINSBERG

INCORPORATOR/PRESIDENT

March 7/00

Date

ACCEPTANCE OF REGISTERED AGENT

I, Robert Ginsberg, having been named as registered agent and to accept service of process for Emerald Coast Property Care Company, Inc., at the following address: 107 North 19th Street, Mexico Beach, Florida 32410, 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.

ROBERT GINSBÉRG

Date

DMAR -- 8 AM 9: 1