

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO0000027141

Waterfront Properties
Development Inc

900003172279--7
-03/16/00--01037--024
*****78.75 *****78.75

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<input type="checkbox"/>	Foreign Corp. File
<input type="checkbox"/>	L.C. File
<input type="checkbox"/>	Fictitious Name File
<input type="checkbox"/>	Trade/Service Mark
<input type="checkbox"/>	Merger File
<input type="checkbox"/>	Art. of Amend. File
<input type="checkbox"/>	RA Resignation
<input type="checkbox"/>	Dissolution / Withdrawal
<input type="checkbox"/>	Annual Report / Reinstatement
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<input type="checkbox"/>	Photo Copy
<input type="checkbox"/>	Certificate of Good Standing
<input type="checkbox"/>	Certificate of Status
<input type="checkbox"/>	Certificate of Fictitious Name
<input type="checkbox"/>	Corp Record Search
<input type="checkbox"/>	Officer Search
<input type="checkbox"/>	Fictitious Search
<input type="checkbox"/>	Fictitious Owner Search
<input type="checkbox"/>	Vehicle Search
<input type="checkbox"/>	Driving Record
<input type="checkbox"/>	UCC 1 or 3 File
<input type="checkbox"/>	UCC 11 Search
<input type="checkbox"/>	UCC 11 Retrieval
<input type="checkbox"/>	Courier

FILED
MAR 16 AM 9 13
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

RECEIVED
MAR 16 AM 11 46
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
DEPT. OF REVENUE & STATE

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

3/16/00 10:32

T SMITH MAR 17 2000

ARTICLES OF INCORPORATION

of

WATERFRONT PROPERTY DEVELOPMENT, INC.

FIRST:

The name of the Corporation shall be WATERFRONT PROPERTY DEVELOPMENT, INC. The principal mailing address of the corporation is 1605 Main Street, Suite 1001, Sarasota, Florida 34236.

SECOND:

The purposes for which the corporation is formed are any and all lawful purposes for which a corporation may be formed pursuant to the laws of the State of Florida and the United States.

THIRD:

The corporation shall be authorized and empowered to issue TEN THOUSAND (10,000) shares of common stock.

FOURTH:

The mailing address of the Registered Office of the Corporation is 1605 Main Street, Suite 1001, Sarasota, Florida 34236.

FIFTH:

The registered agent for the corporation shall be:

STANLEY A. GOLDSMITH
1605 Main Street, Suite 1001
Sarasota, Florida 34236

SIXTH:

To the incorporator of WATERFRONT PROPERTY DEVELOPMENT, INC.:

I understand my obligations as your Registered Agent and hereby accept appointment as your Registered Agent in accordance with F.S. 48.091.

2/16/00
Date

Stanley A. Goldsmith
STANLEY A. GOLDSMITH

FILED
00 MAR 16 AM 9:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SEVENTH:

The initial Board of Directors of the corporation shall consist of two (2) members:

C. DOUGLAS YORK
1605 Main Street, Suite 1109
Sarasota, Florida 34236

R. KINGSTON COYNE
1605 Main Street, Suite 1109
Sarasota, Florida 34236

EIGHTH:

The incorporators of WATERFRONT PROPERTY DEVELOPMENT, INC., who by their signatures hereby acknowledge the adoption of these Articles of Incorporation, is:



C. DOUGLAS YORK
1605 Main Street, Suite 1109
Sarasota, Florida 34236



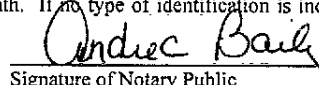
R. KINGSTON COYNE
1605 Main Street, Suite 1109
Sarasota, Florida 34236

STATE OF FLORIDA)
COUNTY OF SARASOTA) ss:

The foregoing Articles of Incorporation of WATERFRONT PROPERTY DEVELOPMENT, INC., were acknowledged before me this 16th day of February 2000, by C. DOUGLAS YORK as incorporator. He is personally known to me or has produced N/A as identification and did not take an oath. If no type of identification is indicated, the above-named person is personally known to me.



Andrea Bailey
My Commission CC654780
Expires July 17, 2001



Signature of Notary Public

Print Name of Notary Public

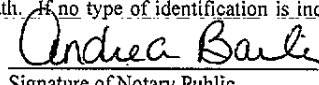
I am a Notary Public of the State of _____, and my commission expires on _____.

STATE OF FLORIDA)
COUNTY OF SARASOTA) ss:

The foregoing Articles of Incorporation of WATERFRONT PROPERTY DEVELOPMENT, INC., were acknowledged before me this 16th day of February 2000, by R. KINGSTON COYNE as incorporator. He is personally known to me or has produced N/A as identification and did not take an oath. If no type of identification is indicated, the above-named person is personally known to me.



Andrea Bailey
My Commission CC654780
Expires July 17, 2001



Signature of Notary Public

Print Name of Notary Public

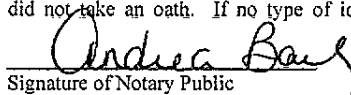
I am a Notary Public of the State of _____, and my commission expires on _____.

STATE OF FLORIDA)
COUNTY OF SARASOTA) ss:

The foregoing Articles of Incorporation of WATERFRONT PROPERTY DEVELOPMENT, INC., were acknowledged before me this 16th day of February 2000, by STANLEY A. GOLDSMITH, as Registered Agent. He is personally known to me or has produced N/A as identification and did not take an oath. If no type of identification is indicated, the above-named person is personally known to me.



Andrea Bailey
My Commission CC654780
Expires July 17, 2001



Signature of Notary Public

Print Name of Notary Public

I am a Notary Public of the State of _____, and my commission expires on _____.