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Costin and Costin

ATTORNEYS AT LAW
413 WILLIAMS AVENUE
PORT ST. JOE, FLORIDA 32456
TELEPHONE (850) 227-1159
FAX: (850) 229-6957

Charles A. Costin

Cecil G. Costin, Jr.
(1923 - 1990)

Mailing Address:
Post Office Box 98
Port St. Joe, FL 32457-0098

March 15, 2000

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

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122.50 *78.75

RE: Tropical Treasure of St. George Island, Inc.

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation for the above referred corporation. Please file the original, certify the copy, and return the certified copy to me at your earliest convenience.

I have enclosed a check in the amount of \$122.50 to cover the following:

\$ 35.00 - filing fee
52.50 - certified copy
35.00 - registered agent designation
\$122.50

Sincerely,



Kristy M. Lee
Secretary

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 31 PM 6:26

Enclosures

2585
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 MAR 31 PM 6:27

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 24, 2000

COSTIN AND COSTIN, P.A.
ATTN: KRISTY M. LEE
POST OFFICE BOX 98
PORT ST. JOE, FL 32457-0098

SUBJECT: TROPICAL TREASURE OF ST. GEORGE ISLAND, INC.
Ref. Number: W00000007894

We have received your document for TROPICAL TREASURE OF ST. GEORGE ISLAND, INC.. However, the document has not been filed and is being returned for the following:

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 000A00016348

Costin and Costin

ATTORNEYS AT LAW
413 WILLIAMS AVENUE
PORT ST. JOE, FLORIDA 32456
TELEPHONE (850) 227-1159
FAX: (850) 229-6957

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 MAR 31 PM 6:27

Charles A. Costin

Cecil G. Costin, Jr.
(1923 - 1990)

Mailing Address:
Post Office Box 98
Port St. Joe, FL 32457-0098

March 21, 2000

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

RE: TROPICAL TREASURES OF ST. GEORGE ISLAND, INC.

Dear Claretha:

Enclosed is the revised original and one copy of the Articles of Incorporation for the above referred corporation. Please proceed with filing. Thank you in advance for your cooperation.

If anything further is needed, please do not hesitate contact me.

Sincerely,



Kristy M. Lee
Secretary

Enclosures

ARTICLES OF INCORPORATION

OF

TROPICAL TREASURE OF ST. GEORGE ISLAND, INC.

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DIVISION OF CORPORATIONS
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The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit, under Chapter 607, Florida Statutes, and do hereby certify that it has become such corporation under and pursuant to the following Articles of Incorporation.

ARTICLE I

Name

The name of the corporation is "TROPICAL TREASURE OF ST. GEORGE ISLAND, INC."

ARTICLE II

Duration

The corporation shall have perpetual existence, commencing on the date of filing of this agreement.

ARTICLE III

General Purpose Clause

The general nature of the business or businesses to be transacted by the corporation is to own and manage real property in the state of Florida. This corporation shall also have the power to transact any lawful business for which corporations may be incorporated to do under Chapter 607, Florida Statutes and amendments or supplements thereto, and any other Florida Statutes

relating to corporations for profit.

ARTICLE IV
Capital Stock

The corporation is authorized to issue One Hundred (100) shares of One Cent (\$.01) par value common stock which shall be designated as common shares.

ARTICLE V
Initial Registered Office and Agent

The address of the initial registered office of this corporation is 123 W. Gulf Beach Drive, St. George Island, Florida 32328. The name of the initial registered agent of this corporation will be Beth Krantz, at 123 W. Gulf Beach Drive, St. George Island, Florida 32328. The principal office address of this corporation is 123 W. Gulf Beach Drive, St. George Island, Florida 32328.

ARTICLE VI
Initial Board of Directors and Officers

The company shall have two (2) directors initially. The executive positions (officers) of the directors are set forth herein below and the respective offices held. The number of directors may be either increased or diminished from time to time as provided by the by-laws adopted by the stockholder. The name and address of the initial directors and officers are:

Kevin Andrew Boatwright
1225 Defoors Court
Atlanta, Georgia 30318

President
Secretary/Treasurer

Karen Boatwright Latty
5753 Cobb Street
Lula, Georgia 30554

Vice-President

ARTICLE VII
Incorporators

The names and addresses of the incorporators signing these articles are:

Kevin Andrew Boatwright
1225 Defoors Court
Atlanta, GA 30318

Candace Meadors Boatwright
1225 Defoors Court
Atlanta, GA 30318

David Howell Latty
5753 Cobb Street
Lula, GA 30554

Karen Boatwright Latty
5753 Cobb Street
Lula, GA 30554

ARTICLE VIII
By-Laws

The power to adopt, alter, amend or repeal the by-laws shall be vested in the Board of Directors and shareholders.

ARTICLE IX
Initial Shareholders

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite their names:

Kevin Andrew Boatwright	25 shares common stock
Candace Meadors Boatwright	25 shares common stock
David Howell Latty	25 shares common stock
Karen Boatwright Latty	25 shares common stock

ARTICLE X
Powers

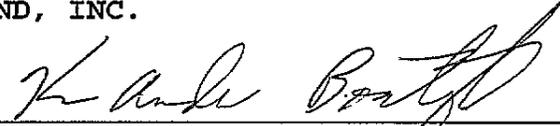
This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act, but it may not mortgage or pledge any or all of its property or assets without shareholder approval.

ARTICLE XI
Amendment

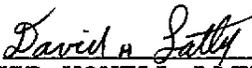
This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment hereto by a majority vote of the Board of Directors and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the 1st day of February, 2000.

TROPICAL TREASURE OF ST. GEORGE
ISLAND, INC.

By: 
KEVIN ANDREW BOATWRIGHT,
Incorporator

By: 
CANDACE MEADORS BOATWRIGHT, Incorp.

By: 
DAVID HOWELL LATTY, Incorporator

By: Karen Boatwright Latty
KAREN BOATWRIGHT LATTY, Incorp.

STATE OF South Carolina
COUNTY OF Greenville

BE IT REMEMBERED that on this 1st day of February, 2000, before me, the undersigned officer duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared KEVIN ANDREW BOATWRIGHT, who is personally known to me or who produced GA Drivers License as identification, the incorporators signing the articles in the above corporation and they acknowledged before me that the proposed Articles of Incorporation are the free act and deed of the incorporator and that the facts therein set are truly set forth and that he desires to associate himself pursuant to the foregoing Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Port St. Joe, Florida, in the State and County aforesaid on the day and year first above written.

Ann L. Meadors
Notary Public MY COMMISSION EXPIRES 8/26/2003

STATE OF South Carolina
COUNTY OF Greenville

BE IT REMEMBERED that on this 1st day of February, 2000, before me, the undersigned officer duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared CANDACE MEADORS BOATWRIGHT, who is personally known to me or who produced GA Drivers License as identification, the incorporators signing the articles in the above corporation and they acknowledged before me that the proposed Articles of Incorporation are the free act and deed of the incorporator and that the facts therein set are truly set forth and that she desires to associate herself pursuant to the foregoing Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and

affixed my official seal at Port St. Joe, Florida, in the State and County aforesaid on the day and year first above written.

Ann L. Meador
Notary Public MY COMMISSION EXPIRES 8/24/2003

STATE OF South Carolina
COUNTY OF Greenville

BE IT REMEMBERED that on this 1st day of February, 2000, before me, the undersigned officer duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared DAVID HOWELL LATTY, who is personally known to me or who produced GA Drivers License as identification, the incorporators signing the articles in the above corporation and they acknowledged before me that the proposed Articles of Incorporation are the free act and deed of the incorporator and that the facts therein set are truly set forth and that he desires to associate himself pursuant to the foregoing Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Port St. Joe, Florida, in the State and County aforesaid on the day and year first above written.

Ann L. Meador
Notary Public MY COMMISSION EXPIRES 8/26/2003

STATE OF South Carolina
COUNTY OF Greenville

BE IT REMEMBERED that on this 1st day of February, 2000, before me, the undersigned officer duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared KAREN BOATWRIGHT LATTY, who is personally known to me or who produced GA Drivers License as identification, the incorporators signing the articles in the above corporation and they acknowledged before me that the proposed Articles of Incorporation are the free act and deed of the incorporator and that the facts therein set are truly set forth and that she desires to associate herself pursuant to the foregoing Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Port St. Joe, Florida, in the State and County aforesaid on the day and year first above written.

Ann L. Meador
Notary Public MY COMMISSION EXPIRES 8/26/2003

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

First, that TROPICAL TREASURE OF ST. GEORGE ISLAND, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Port St. Joe, Gulf County, Florida, has named Beth Krantz, 123 W. Gulf Beach Drive, St. George Island, Florida 32328, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said act relative to keeping open said office.

Beth Krantz
BETH KRANTZ
Registered Agent
123 W. Gulf Beach Drive
St. George Island, Florida 32328

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAR 31 PM 6:27