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W.F. Green (1912-1993)
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June 28, 2000

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

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-06/29/00--01076--011
*****78.75 *****78.75

Dear Sir or Madam:

I am enclosing herewith Articles of Incorporation for SWBC, Inc., along with a certificate of designation for registered agent and check in the amount of \$78.75 to cover the costs of filing fees.

Please file the Articles and provide me with a certificate of status at your earliest convenience.

Yours very truly,

THIS LETTER IS BEING SENT IN MR. GREEN'S
ABSENCE IN ORDER TO EXPEDITE DELIVERY

WILLIAM H. GREEN

WHG/bb

Enclosures

FILED
00 JUN 29 AM 10:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BROWN JUL - 3 2000

ARTICLES OF INCORPORATION

OF

SWBC, INC.

FILED
00 JUN 29 AM 10:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is SWBC, Inc.

ARTICLE II - DURATION

The corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any business which may be lawfully conducted in the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$2.00 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office shall be at 1027 E. Mack Bayou Drive, Santa Rosa Beach, Florida 32459, and the initial registered agent shall be Robert E. Lee, III.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have five (5) Directors initially. The number of Directors may be increased from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the Directors of this corporation are:

Robert E. Lee, III
P.O. Box 1712
Santa Rosa Beach, FL 32459

Vernon R. Bishop
P.O. Box 1182
Santa Rosa Beach, FL 32459

Hubert Hicks
51 Lauren Lane
Santa Rosa Beach, FL 32459

David E. Johnson
419 Pitts Bayshore Drive
Freeport, FL 32439

Kaddy Mitchell
257 Overlook Drive
Destin, FL 32541

ARTICLE VII - INCORPORATORS

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

Robert E. Lee, III
P.O. Box 1712
Santa Rosa Beach, FL 32459

Vernon R. Bishop
P.O. Box 1182
Santa Rosa Beach, FL 32459

Hubert Hicks
51 Lauren Lane
Santa Rosa Beach, FL 32459

David E. Johnson
419 Pitts Bayshore Drive
Freeport, FL 32439

Kaddy Mitchell
257 Overlook Drive
Destin, FL 32541

ARTICLE VIII - PRINCIPAL OFFICE AND MAILING ADDRESS

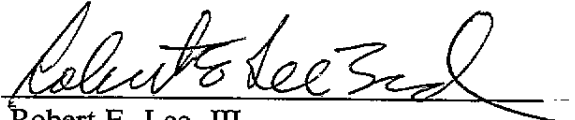
The address of the principal office of the corporation shall be 24295 U.S. Hwy. 331 South, Santa Rosa Beach, Florida 32459, and the mailing address of the corporation shall be P.O. Box 1709, Santa Rosa Beach, Florida 32459.

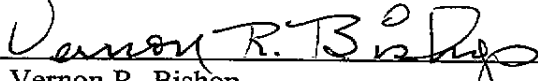
ARTICLE IX - RESTRICTIONS ON TRANSFER OF STOCK

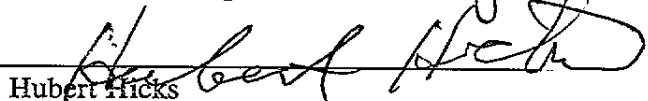
Shares held by the initial shareholders may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, those shares may be offered and sold shall be further specified by the By-Laws or by written agreement among all of the shareholders and this corporation.

IN WITNESS WHEREOF, we have executed these Articles of Incorporation this

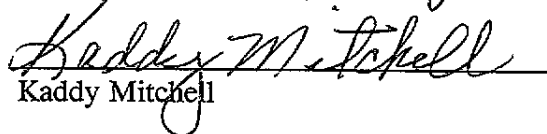
19th day of June, A.D. 2000.


Robert E. Lee, III


Vernon R. Bishop


Hubert Hicks


David E. Johnson


Kaddy Mitchell

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Sections 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 agent/registered office, in the State of Florida.

1. The name of the corporation is SWBC, Inc.
2. The name and address of the registered agent and office is Robert E. Lee, III, 1027 E. Mack Bayou Drive, Santa Rosa Beach, Florida 32459.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS OF 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.

Name

Robert E. Lee III

Date

6/19/2000

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA