H.4/5 NO.697 OCT.13.2000 10:18AM FILED 00 NOV 13 PM 2: 20 SECRETARY OF STATE TALLAHASSEE, FLORIDA Department of State Division of Corporations P.O. Box 6327 500003461475--5 Tallahassee, FL 32314 -11/13/00--01099--003

SUBJECT:

Perdido Beach Development Corporation

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for: \$87.50 \$78.75 **□** \$78.75 \$70.00 Filing Fee, Filing Fœ Filing Fee Filing Fee Certified Copy & Certified Copy & Certificate of Status & Certificate of Status ADDITIONAL COPY REQUIRED

> George F. Maynard. FROM: Name (Printed or typed) Burr & Forman LLP 600 West Peachtree Street, Suite 1200 Address 30308 Atlanta, Georgia City, State & Zip 404/815-3000 Daytime Telephone number

> > NOTE: Please provide the original and one copy of the articles.

(for 11/14/00)

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SLICKETARY OF STATE

TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF PERDIDO BEACH DEVELOPMENT CORPORATION

1.

The name of the Corporation is **Perdido Beach Development Corporation** (the "Corporation").

2.

The mailing address and principal place of business is One Georgia Center - Suite 1200, 600 West Peachtree Street, Atlanta, Georgia, 30308.

3.

The purpose for which the Corporation is organized is real estate development and any other lawful business.

4.

The aggregate number of shares which the Corporation shall have authority to issue shall consist of 10,000 shares of Common Stock, no par value per share, that together have unlimited voting rights and are entitled to receive the net assets of the Corporation upon dissolution.

5.

The name and address of the initial officer are Gloria Hammond, President, c/o George F. Maynard, Burr & Forman LLP, One Georgia Center - Suite 1200, 600 West Peachtree Street, Atlanta, Georgia, 30308.

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The address of the initial registered office of the Corporation shall be 18250 NW 2nd Avenue, Suite C, Miami, Florida, 33169. The initial registered agent of the Corporation at such address shall be Mark L. Rosen.

7.

The name and address of the Incorporator are George F. Maynard, Burr & Forman LLP, One Georgia Center - Suite 1200, 600 West Peachtree Street, N.W., Atlanta, Georgia, 30308.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

lank V. Kosen, Registered Agent

George F. Maynard, Incorporator

11/2/00