

Pacific Research

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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. File attached
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

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☐ Walk in

☐ Pick up time

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

T. SMITH DEC 13 2000

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
PENSACOLA GROUP, INC.**

FILED
00 DEC 13 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, do hereby make, subscribe, acknowledge, and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of this corporation shall be PENSACOLA GROUP, INC. ("Corporation"). The Corporation shall have perpetual existence, commencing on the date of filing of these Articles of Incorporation in the Office of the Secretary of State of the State of Florida.

**ARTICLE II
PRINCIPAL OFFICE**

The initial principal office and place of business and mailing address of this Corporation shall be: c/o James S. Campbell, 3 West Garden Street, Suite 700, Pensacola, Florida 32501

**ARTICLE III
REGISTERED OFFICE AND NAME OF REGISTERED AGENT**

The street address of the initial registered office of this Corporation in the State of Florida is 3 West Garden Street, Suite 700, Pensacola, Florida 32501, and the name of the initial registered agent of the Corporation at that address shall be James S. Campbell.

**ARTICLE IV
CAPITAL STOCK**

The aggregate number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock, having a par value of \$1.00 per share. No shares without nominal or par value shall be issued.

**ARTICLE V
DIRECTORS**

This Corporation shall have one director initially. The number of directors may be either increased or decreased from time to time as provided in the bylaws of the Corporation, but the number of directors of the Corporation shall not be less than one nor more than nine.

The name and street addresses of the initial director who shall hold office the first year of the Corporation's existence or until their successors are elected are:

James S. Campbell
Beggs and Lane
3 West Garden Street, Suite 700
Pensacola, Florida 32501

ARTICLE VI INCORPORATOR

The name and street address of the incorporator and the person signing the Articles of Incorporation is:

James S. Campbell
Beggs & Lane
3 West Garden Street, Suite 700
Pensacola, Florida 32501

ARTICLE VII BUSINESS OF CORPORATION

The general nature of the business to be transacted by this Corporation is, among other things, to engage in every aspect and phase of the business of purchasing, developing and operating a resort condominium project and to do all things in connection therewith that are customarily done under the laws of the State of Florida and to otherwise carry on any and all other activities as may be permitted under applicable law, including without limitation, *Florida Statutes* Chapter 607, et al.

ARTICLE VIII AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended upon receiving the affirmative vote of the holders of two-thirds of the shares then outstanding at any regular or special meeting of the stockholders upon advance notice of the changes to be made. Such notice shall be given in accordance with the bylaws of the Corporation. Upon approval by the Secretary of State, any such amendment shall become and be taken as part of the original Articles of Incorporation.

ARTICLE IX BYLAWS

The power to adopt, alter, amend, or repeal the bylaws of the Corporation shall be vested in the Board of Directors.

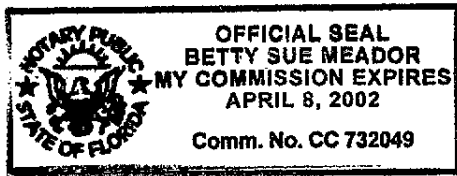
IN WITNESS WHEREOF, I have hereunto set my hand and seal this 12th day of December, 2000.

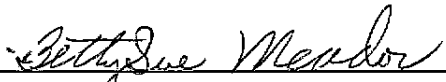

James S. Campbell

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 12th day of December, 2000, by James S. Campbell, on behalf of PENSACOLA GROUP, INC., a Florida corporation, who did not take oath and who:

 X is personally known to me;
 produced a current Florida driver's license as identification; or
 produced _____ as identification.





Notary Public
BETTY SUE MEADOR
Print Name of Notary
My Commission Expires: _____
Commission Number: _____

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, *Florida Statutes*, the following is submitted: That PENSACOLA GROUP, INC, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at c/o James S. Campbell, 3 West Garden Street, Suite 700, Pensacola, Florida 32501, has named James S. Campbell, 3 West Garden Street, Suite 700, Pensacola, Florida 32501, as its agent to accept service of process within Florida.

By:

James S. Campbell, Incorporator

FILED
00 DEC 13 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above-stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

James S. Campbell, Registered Agent