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December 28, 2000

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

Re: Sandpiper Cove Construction Co.

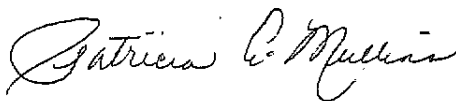
Ladies and/or Gentlemen:

Enclosed are an original and one copy of articles of incorporation for the above referenced. Please file the original and return the copy to us with your date stamp.

Our client's check in the sum of \$78.75 for filing fee and Certificate of Status is enclosed.

Thank you for your assistance.

Sincerely,



Patricia A. Mullins
Legal Assistant

/pm

Encl.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch JAN 8 2001

ARTICLES OF INCORPORATION
OF
SANDPIPER COVE CONSTRUCTION CO.

01 JAN -2 PM 1:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is SANDPIPER COVE CONSTRUCTION CO. The principal office for doing business in the State of Florida is 775 Gulf Shore Drive, Destin, Florida 32541.

ARTICLE II. PURPOSE

This corporation is organized for the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes, or any other applicable Florida Law.

ARTICLE III. CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of common stock having a par value of \$.10 per share. This stock shall have the entire voting power of the corporation.

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 775 Gulf Shore Drive, Destin, Florida 32541. The initial registered agent at that address is Clay Vickers.

ARTICLE V. DIRECTORS

The corporation shall have a board of directors consisting of not less than one, nor more than five directors.

ARTICLE VI. INCORPORATOR

The name and address of the incorporator is:

Patricia A. Mullins
348 Highway 98, S.W., Suite 7
Ft. Walton Beach, FL 32548

ARTICLE VII. AMENDMENT

The power to amend the Articles of Incorporation of this corporation shall be vested in the Shareholders. Every amendment shall require the approval of 75% of the stock entitled to vote thereon.

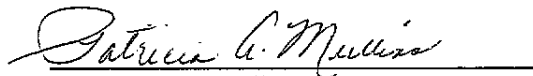
ARTICLE VIII. BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws of this corporation shall be vested in the Board of Directors. Any action taken under this Article shall require the approval of 75% of the Board of Directors.

ARTICLE IX. INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

The undersigned incorporator has executed these Articles of Incorporation this 28th day of December, 2000.


Patricia A. Mullins

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

In pursuance of Section 607.0501, Florida Statutes, the following is submitted in compliance with said Act:

That SANDPIPER COVE CONSTRUCTION CO., desiring to organize under the laws of the State of Florida, with its principal office in the City of Destin, Florida, has named Clay Vickers as its agent to accept service of process within the State of Florida.

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



Clay Vickers

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA