

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO1000056926

Resort Property Real Estate, Inc

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-06/08/01--01042--018

*****78.75 *****78.75

X

Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

X

Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

FILED

01 JUN + 8 AM 11:30 JUN - 8 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signature

Requested by:

KC 6/8

Name

Date

Time

Walk-In

Will Pick Up

gk/s

Articles of Incorporation
of
RESORT PROPERTY REAL ESTATE, INC.

The undersigned subscriber to these Articles of Incorporation, being a natural person, competent to contract, and desiring to form a corporation under Chapter 607, the Florida General Corporation Act, does hereby form a corporation for profit under the laws of the State of Florida:

Article I - Name

The name of this corporation (which is hereinafter called the "Corporation") shall be:

RESORT PROPERTY REAL ESTATE, INC.

Article II - Office and Mailing Addresses

The principal place of business for this corporation shall be:

RESORT PROPERTY REAL ESTATE, INC.
4026 Indian Trail
Destin, Florida 32541

The mailing address of this corporation shall be:

RESORT PROPERTY REAL ESTATE, INC.
4026 Indian Trail
Destin, Florida 32541

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TALLAHASSEE, FLORIDA

Article III - Shares of Stock

The number of shares of stock which the Corporation is authorized to issue is 1,000 shares of common stock with a par value of One Dollar per share.

Article IV - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V - Registered Agent

The name and street address of the initial registered agent for this Corporation

**Robert E. McGill, III, P.A.
36008 Emerald Coast Parkway
Suite 301
Destin, Florida 32541**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JUN - 8 AM 11:30

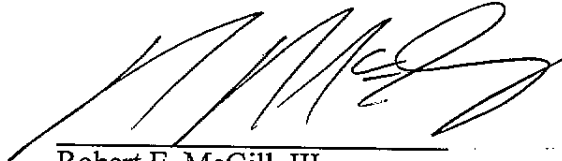
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Article VI - Incorporator

The name and address of the Incorporator signing these Articles of Incorporation

is:


**Robert E. McGill, III
36008 Emerald Coast Parkway
Suite 301
Destin, Florida 32541**



Robert E. McGill, III
Incorporator

I, Robert E. McGill, III, am familiar with and accept the duties and responsibilities as the registered agent for RESORT PROPERTY REAL ESTATE, INC.

Dated this 7th day of June, 2001.



Robert E. McGill, III, P.A.,
Registered Agent