

PO1000058079

HARMON & SLOAN, P.A.

ATTORNEYS AND COUNSELORS AT LAW
427 MCKENZIE AVENUE
POST OFFICE BOX 2327
PANAMA CITY, FLORIDA 32402-2327

DANIEL HARMON III
TIMOTHY J. SLOAN*

*ALSO MEMBER OF
DISTRICT OF COLUMBIA
AND MISSOURI BARS

TELEPHONE (850) 769-2501
FACSIMILE (850) 769-0824

June 5, 2001

500004376255--3
-06/07/01--01108--022
*****78.75 *****78.75

Secretary of State
Division of Corporations
New Filing Section
Post Office Box 6327
Tallahassee, Florida 32314

Re: Beachie Properties, Inc.

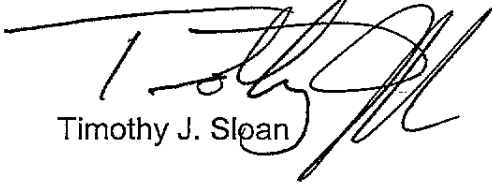
Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation of the above referenced corporation, together with the Acceptance of Registered Agent and a check in the amount of \$78.75 to cover the cost of filing. Please file these Articles at your earliest convenience, and return a certified copy to us.

Thank you for your assistance with this matter. If there are any questions, please do not hesitate to call collect.

Sincerely,

HARMON & SLOAN, P. A.


Timothy J. Sloan

TJS/lw

Enclosures

cc: Gayle B. Paynter

FILED
01 JUN -7 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

G. BULLOCK JUN 12 2001

4

**ARTICLES OF INCORPORATION
OF
BEACHIE PROPERTIES, INC.,
a Florida corporation**

FILED
01 JUN -7 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation pursuant to Chapter 60A of the Florida Statutes, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is BEACHIE PROPERTIES, INC.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III - TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares of capital stock which this Corporation is authorized to issue is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share, which shall be designated "Common Shares."

ARTICLE V - PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of the corporation in the State of Florida is 111 Harrison Avenue, Panama City, Florida 32401. The registered agent for this corporation is Timothy J. Sloan, Esq., whose address is 427 McKenzie Avenue, Panama City, Florida 32401.

ARTICLE VI - BOARD OF DIRECTORS

The number of directors of the initial Board of Directors of this corporation is two (2). The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The name and address of the initial directors of this corporation are as follows:

BRIAN L. HUMBOLDT
111 Harrison Avenue
Panama City, Florida 32401

GAYLE B. PAYNTER
111 Harrison Avenue
Panama City, Florida 32401

ARTICLE VII - INDEMNIFICATION

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

ARTICLE VIII- INCORPORATOR

The name of the person signing these Articles is Gayle B. Paynter, whose address is 111 Harrison Avenue, Panama City, Florida 32401.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this ~~1st~~ day of June, 2001.

5th gbp



GAYLE B. PAYNTER, Incorporator

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was sworn to, subscribed, and acknowledged before me this ~~5th~~ day of June, 2001, by GAYLE B. PAYNTER, who is personally known to me.



Notary Public Signature

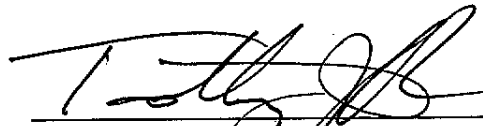
(SEAL)  Mary E Weaver
My Commission CC967914
Expires September 19, 2004

Commission Number & Expiration Date

**ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT
OF
BEACHIE PROPERTIES, INC.,
a Florida corporation**

Having been named to accept service of process for the above-named corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 607 of the Florida Statutes relative to keeping open said office.

Dated as of the 5th day of June, 2001.


TIMOTHY J. SLOAN
Registered Agent

FILED
01 JUN -7 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA