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WENDY J. COLEMAN
MARTHA D. BOLTON

RICHARD R. MARKS (1876-1942)
SAM R. MARKS (1885-1973)
HARRY T. GRAY (1890-1978)
FRANCIS P. CONROY II (1912-1991)
DELBIDGE L. GIBBS (1917-1962)

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November 26, 2001

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122.50 **78.75

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: McCranie Development Services, Inc.

Dear Sirs/Ladies:

Enclosed for filing is the Articles of Incorporation for the above-referenced corporation. Our firm check in the amount of \$122.50 representing the filing fee is also enclosed.

We would appreciate you filing the enclosed document and returning the stamped copy by regular mail to us at your earliest convenience.

Thank you for your assistance.

Very truly yours,

MARKS GRAY, P.A.


Nicholas V. Pulignano, Jr.

NVPjr/dm
Enclosures

FILED
01 DEC -4 PM 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BROWN DEC - 6 2001

**ARTICLES OF INCORPORATION
OF
MCCRANIE DEVELOPMENT SERVICES, INC.**

FILED
01 DEC -4 PM 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of this Corporation is MCCRANIE DEVELOPMENT SERVICES, INC.

**ARTICLE II
NATURE OF BUSINESS**

This corporation is organized for the purpose of providing real estate development services and such other business lawful business permitted under the laws of the State of Florida or any other state and of the United States.

**ARTICLE III
CAPITAL STOCK**

This corporation is authorized to issue one thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share, which shares shall be and hereby are designated as "Common Shares". Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

**ARTICLE IV
TERM OF EXISTENCE**

The term for which this corporation shall exist shall be perpetual, commencing on the date of execution of these Articles.

**ARTICLE V
PRINCIPAL OFFICE OF THE CORPORATION**

The principal office of the business of the corporation shall be 26 South 5th Street, Fernandina Beach, Florida 32034. The Board of Directors may, from time to time, change the

principal office and mailing address to any other address in Florida.

**ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this corporation in the State of Florida is 1200 Riverplace Boulevard, Suite 800, Jacksonville, Florida 32207, and the name of the initial registered agent of this corporation at that address is Nicholas V. Pulignano, Jr. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) Director initially. The number of Directors may be increased or diminished, from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The names and addresses of the initial Director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
S. Courtney McCranie	26 South 5 th Street Fernandina Beach, Florida 32034

**ARTICLE VIII
INCORPORATOR**

The name and address of the Incorporator of this corporation is:

S. Courtney McCranie	26 South 5 th Street Fernandina Beach, Florida 32034
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**ARTICLE IX
BYLAWS**

Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for

the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaws shall not be altered, repealed or amended by the Board of Directors.

ARTICLE X AMENDMENTS

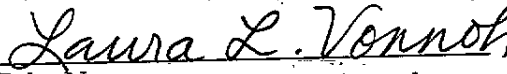
These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this 20 day of November, 2001.


S. Courtney McCranie

STATE OF FLORIDA
COUNTY OF NASSAU

The foregoing instrument was acknowledged before me this 20th day of November 2001, by S. Courtney McCranie, who is personally known to me or who has produced as identification.


Print Name: Laura L. Vonnoh
Notary Public, State of Florida

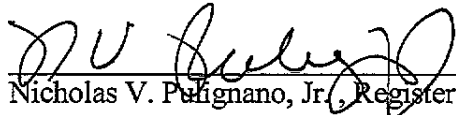


**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF
MCCRANIE DEVELOPMENT SERVICES, INC.**

FILED
01 DEC -4 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 48.091 and 607.034, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon MCCRANIE DEVELOPMENT SERVICES, INC., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 1200 Riverplace Boulevard, Suite 800, Jacksonville, FL 32207.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Jacksonville, Duval County, Florida, on this 26th day of November, 2001.



Nicholas V. Pulignano, Jr., Registered Agent