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ACCOUNT NO. : 072100000032

REFERENCE: 376714 81034A

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE: December 14, 2001

ORDER TIME: 12:55 PM

ORDER NO. : 376714-005

81034A

Beverly Garrett, Legal Asst Michael Wm. Mead, Esq

P. O. Drawer 1329

Fort Walton Bea, FL

NAME:

SOUTHWIND DEVELOPERS, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

700004726717--7



ARTICLES OF INCORPORATION

2001 DEC 14 PM 2:41

OF

SECRETARY OF STATE

SOUTHWIND DEVELOPERS, INC. TALLAHASSEE FLORIDA

The undersigned subscribers to these Articles of Incorporation, being natural persons, competent to contract, do hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I. Name

The name of this corporation is: SOUTHWIND DEVELOPERS, INC.

ARTICLE II. Nature of Business

The general nature of the business or businesses to be transacted by this corporation is the following: To do any and all acts authorized by the general laws of the State of Florida regardless of said principal purpose.

ARTICLE III. Term of Existence

The term of existence of the corporation shall be perpetual.

ARTICLE IV. Capital Stock

The maximum number of shares that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) SHARES having a nominal or par value of \$1.00 per share.

ARTICLE V. Address

The principal place of business of this corporation shall be 7476 Sunset Harbour Drive #414, Navarre Beach, Florida 32566, however, the business shall also be conducted at such other places, such other counties, and such other towns or cities within the State of Florida as may from time to time be authorized and directed by the shareholders.

ARTICLE VI. Amendment

These Articles of Incorporation may be amended in the manner provided by law. The majority of the stockholders entitled to vote thereon shall approve every Amendment at a stockholder's meeting.

MICHAEL WM MEAD ATTORNEY AT LAW 24 WALTER MARTIN ROAD P. O. DRAWER 1329 FORT WALTON BEACH, FLORIDA 32549-1329

ARTICLE VII. Management of Corporation Affairs

The business of this corporation shall be managed by its stockholders rather than by a Board of Directors. In the management of the business of the corporation, the act of the stockholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall be the act of the stockholders. Each stockholder shall be entitled to one (1) vote in person or by proxy for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, present in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

ARTICLE VIII. Officers

The names and addresses of the President, Secretary, and Treasurer are:

Mame Address Office

G. Kevin Dunnam 7476 Sunset Harbour Drive President Unit #414 Secretary & Navarre Beach, FL 32566 Treasurer

ARTICLE IX. Subscribers

The name and address of the subscriber of these Articles of Incorporation and the number of shares he agrees to take are as follows:

Name Address Shares

G. Kevin Dunnam 7476 Sunset Harbour Drive 500
Unit #414
Navarre Beach, FL 32566

ARTICLE X. Registered Agent

The Registered Agent of the corporation shall be G. KEVIN DUNNAM, and the street address of the office, place of business or location for the service of process within this State shall be 7476 Sunset Harbour Drive #414, Navarre Beach, Santa Rosa County, Florida 32566.

MICHAEL WM MEAD ATTORNEY AT LAW 24 WALTER MARTIN ROAD P. O. DRAWER 1329 FORT WALTON BEACH, FLORIDA 32549-1329

ARTICLE XI. Incorporator

The name and address of the incorporator to these Articles of Incorporation are:

G. Kevin Dunnam

7476 Sunset Harbour Drive Unit #414 Navarre Beach, FL 32566

IN WITNESS WHEREOF, the undersigned have hereunto executed these presents this $13^{\rm th}$ day of December, 2001.

G. KEVIN DUNNAM

STATE OF FLORIDA COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this $13^{\rm th}$ day of December, 2001 by G. KEVIN DUNNAM, who is personally known to me.

Notary Public

My Commission Expires:

OFFICIAL NOTARY SEAL BEVERLY J GARRETT NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC744313 MY COMMISSION EXP. JUNE 15,2002

STATE OF FLORIDA DEPARTMENT OF STATE

FILED

2001 DEC 14 PM 2:41

SECRETARY OF STATE TALLAHASSEE FLORIDA

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 Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST:

SOUTHWIND DEVELOPERS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 7476 Sunset Harbour Drive #414, navarre Beach, Santa Rosa County, Florida 32566, has named G. KEVIN DUNNAM located at 7476 Sunset Harbour Drive #414, Navarre Beach, Santa Rosa County, Florida 32566, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the abovestated corporation, at 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.

G Kevin Dunnam

Southwind \ Developers Articles & Reg Agt. MWM/bjg