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DELOACH & PETERSON, P.A.
ATTORNEYS AT LAW

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December 17, 2001

FLORIDA DEPARTMENT OF STATE
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-12/19/01--01025--010
*****70.00 *****70.00

Re: At The Beach Management, Inc.
Our File No. 01-11029

Dear Sirs:

Enclosed please find Articles of Incorporation, along with a copy of same concerning the above-referenced corporation. I have also enclosed this firm's check in the amount of \$70.00 for your various filing fees.

Please return a conformed copy of the Articles of Incorporation to this office.

Sincerely yours,


SID C. PETERSON, JR.

SCP/cmr
Enclosures

01 DEC 19 PM 2:02
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PB
12/20/01-

FILED

01 DEC 19 PM 2:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

AT THE BEACH MANAGEMENT, INC.

ARTICLE I

**CORPORATE NAME, PRINCIPAL OFFICE
AND MAILING ADDRESS**

The name of this Corporation shall be: **AT THE BEACH MANAGEMENT, INC.**, with its principal office located at 4175 S. Atlantic Avenue, New Smyrna Beach, Florida 32169 and its corporate mailing address being the same.

ARTICLE II

NATURE OF BUSINESS AND POWER

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV

TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon filing of these Articles.

ARTICLE V

REGISTERED AGENT

AND

INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial registered office of this Corporation in the state of Florida shall be:

The Board of Directors, from time to time, may move the Registered Office to any other address in the State of Florida.

This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one (1).

834 22nd Avenue
New Smyrna Beach, Florida 32169

JOYCE A. SCHERER
4175 S. Atlantic Avenue
New Smyrna Beach, Florida 32169

Vice-President

JOHN F. SCHERER

834 22nd Avenue

New Smyrna Beach, Florida 32169

ARTICLE X
INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

JOYCE A. SCHERER

4175 S. Atlantic Avenue

New Smyrna Beach, Florida 32169

ARTICLE XI
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporate be made.

IN WITNESS WHEREOF, the undersigned as Incorporator has executed the foregoing Articles of Incorporation on this 12th day of December, 2001.


JOYCE A. SCHERER

STATE OF FLORIDA

COUNTY OF VOLUSIA

BEFORE ME, a Notary Public, personally appeared, **JOYCE A. SCHERER**, who is personally known to me or who has produced Personally known as identification and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation on this 12th day of December, 2001.


SIDNEY C. PETERSON II

(Notary - print name)

Notary Public - State of Florida

Commission No.:

My Commission Expires:



Sidney C Peterson II

My Commission CC979865

Expires November 05, 2004

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That ***AT THE BEACH MANAGEMENT, INC.***, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at the City of New Smyrna Beach, County of Volusia, State of Florida, has named ***JOYCE A. SCHERER***, of 4175 S. Atlantic Avenue, New Smyrna Beach, Volusia County, Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida relative to keeping the designated office open.


JOYCE A. SCHERER, as Registered Agent