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BURKE & BLUE P.A.

001/006

Division of Corporations

Page 1 of 2

**Florida Department of State**  
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Account Number : 072100000111  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**S & B REAL ESTATE, INC.**

Certificate of Status	1
Certified Copy	0
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01 DEC 20 AM 9:29  
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

December 20, 2001

BURKE & BLUE, P.A.

SUBJECT: S & B REAL ESTATE, INC.  
REF: W01000029111

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

12/20/01 THU 11:54 ITX/RX NO 99071

ARTICLES OF INCORPORATION

OF

S & B REAL ESTATE HOLDINGS, INC.

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01 DEC 20 AM 9:29

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby makes, subscribes, acknowledges, and files this certificate for the purpose of becoming a corporation for profit under the laws of the State of Florida.

1. Name. The name of this corporation (the "Corporation") shall be:

S & B REAL ESTATE HOLDINGS, INC.

2. Purpose. This Corporation may engage in any activity or business permitted under the laws of the United States and of this State.

3. Stock. The capital stock of this Corporation shall consist of Five Thousand (5,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

4. Term. This Corporation shall have a perpetual existence.

5. Address. The initial street address of the principal office of this Corporation is 9984 State Highway 20 W, Freeport, Florida 32439, and M. Todd Burke, 586 Grand Blvd., Suite 100, Destin, Florida 32550, is hereby designated as resident agent for this Corporation.

6. Existence. The date when the corporate existence of this Corporation shall begin is at the time of subscription and acknowledgment of these Articles of Incorporation, that is December 20, 2001

PREPARED BY:  
M. Todd Burke  
586 Grand Blvd., Suite 100  
Destin, Florida 32550  
850-276-9498  
FL Bar No.: 152048

H01000122959 9

7. Number of Directors. This Corporation shall initially have two directors, but the By-Laws of this Corporation may provide for such increase in the number thereof as is authorized by law.

8. Directors. The name and street address of the first Board of Directors is as follows:

<u>Name</u>	<u>Street Address</u>
John S. Norton	9984 State Highway 20 W Freeport, Florida 32439
Bradley C. Sams	9984 State Highway 20 W Freeport, Florida 32439

9. Subscriber. The name and street address of the subscriber to this Certificate of Incorporation is as follows:

<u>Name</u>	<u>Street Address</u>
M. Todd Burke	586 Grand Blvd., Suite 100 Destin, FL 32550

10. Officers. The officers of this Corporation shall be a President and Secretary and such other offices or agents as may be deemed necessary. All officers, agents or employees as may be necessary shall be chosen in such a manner, hold offices for such time, and have such power and duties as may be prescribed by the By-Laws or determined by the Board of Directors. Any person may hold two (2) or more offices.

12/20/01 15:06 FAX 850

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H01000122959 9

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set my hand and seal this 20th day of December, 2001, for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make and file in the office of the Secretary of State of the State of Florida this Certificate of Incorporation and certify that the facts herein stated are true.

Todd Burke  
M. TODD BURKE

STATE OF FLORIDA  
COUNTY OF WALTON

The foregoing instrument was acknowledged before me this 20<sup>th</sup> day of December, 2001, by M. Todd Burke who is personally known to me.

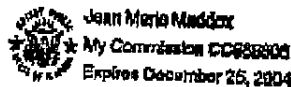
My Commission Expires: 12/25/04

Jean Marie Maddox  
Notary Public

Jean Marie Maddox  
Printed Name of Notary

00989806  
Commission Number

(Notary Seal)



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE PROCESS WITHIN THIS STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.901, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that S & B REAL ESTATE HOLDINGS, INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at Freeport, County of Walton, State of Florida, has named M. Todd Burke, located at 586 Grand Blvd., Suite 100, Destin, County of Walton, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept the Act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
M. TODD BURKE

(Resident Agent)

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