

Division of Corporations

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**PO00000033050****Florida Department of State**

Division of Corporations

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TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.****SHOAL CREEK PROPERTIES, INC.**

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
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J. SMITH MAR 26 2002

FAX AUDIT No. H02000065398

**ARTICLES OF INCORPORATION  
OF  
SHOAL CREEK PROPERTIES, INC.**

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TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of the corporation is **SHOAL CREEK PROPERTIES, INC.** (hereinafter called the "Corporation").

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The initial principal office and mailing address of the Corporation is:

2665 South Bayshore Drive, Suite 702  
Coconut Grove, Florida 33133

**ARTICLE III  
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to issue is One Thousand (1,000) shares, par value \$.001 per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

**ARTICLE IV  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the Corporation's initial registered office is 2665 South Bayshore Drive, Suite 702, Coconut Grove, Florida 33133. The name of the Corporation's initial registered agent at that office is James W. Harris.

**ARTICLE V  
INCORPORATOR**

The name and address of the incorporator of the Corporation is James W. Harris, 2665 South Bayshore Drive, Suite 702, Coconut Grove, Florida 33133.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this March 27, 2002.

  
James W. Harris, Incorporator

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**CERTIFICATE OF ACCEPTANCE BY**  
**REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of **Shoal Creek Properties, Inc.**, a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this March 26<sup>th</sup>, 2002.

  
James W. Harris

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