

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

American Investments of
North Florida, Inc

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*****78.75 *****78.75

- Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

RECEIVED
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DIVISION OF CORPORATION

Signature _____

Requested by _____

Name _____

Date 8/6

Time 9:40

Walk-In _____

Will Pick Up _____

D. WHITE AUG -6 2002

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

AMERICAN INVESTMENTS OF NORTH FLORIDA, INC.

ARTICLE I

NAME AND BUSINESS ADDRESS OF CORPORATION

The name and business address of the corporation:

American Investments of North Florida, Inc.
155 Crystal Beach Drive
Suite 108
Destin, FL 32541

ARTICLE II

CORPORATE NATURE

The purpose is to conduct and engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE III

COMMENCEMENT AND DURATION

The Corporation shall endure perpetually, commencing upon the filing of the Articles with the Secretary of State.

ARTICLE IV

CAPITAL/STOCK

This corporation is authorized to issue One Thousand (1,000) shares of common stock at One (\$1.00) Dollar par value for each of said common stock shares.

ARTICLE V

BOARD OF DIRECTORS

The Corporation's initial Board of Directors shall consist of one (1) Director. The number can be either increased or decreased from time to time by amendment of the By-Laws. The name and address of the initial Board of Directors is:

Brian K. James
4117 Indian Trail
Destin, Florida 32541

ARTICLE VI

NON-RESIDENT DIRECTORS

Directors need not be residents of this state or shareholders unless Articles of Incorporation or Bylaws so require.

ARTICLE VII

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special, regular or annual meetings of the board of directors by means of conference telephone or similar communications equipment as provided by law.

ARTICLE VIII

INDEMNIFICATION

The corporation may be empowered to indemnify any officer or director, or any former officer or director in manner set out and provided for pursuant to the provisions of Section 607.014 of the Florida Statutes, as amended.

ARTICLE IX

REGISTERED AGENT

The Registered Agent of the Corporation and his address shall be:

Brian K. James
4117 Indian Trail
Destin, FL 32541

ARTICLE X

AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 23 day of July, 2002.


BRIAN K. JAMES
4117 Indian Trail
Destin, FL 32541

STATE OF FLORIDA
COUNTY OF OKaloosa

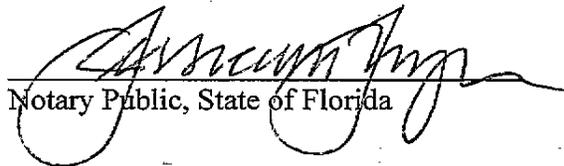
I HEREBY CERTIFY that the foregoing Articles of Incorporation were acknowledged before me this 23rd day of July, 2002, by **BRIAN K. JAMES** who are personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 23rd day of July, 2002.



Jessica M. Thompson
MY COMMISSION # CC834393 EXPIRES
June 7, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

My Commission Expires:
My Commission Number:


Notary Public, State of Florida

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ACCEPTANCE OF REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 Florida Statutes.



BRIAN K. JAMES
Registered Agent

STATE OF FLORIDA
COUNTY OF Okaloosa

I **HEREBY CERTIFY** that the foregoing Acceptance of Registered Agent was acknowledged before me this 23rd of July, 2002, by **BRIAN K. JAMES**, who is personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 23rd day of July, 2002.



Jessica M. Thompson
MY COMMISSION # CC834393 EXPIRES
June 7, 2003
BONDED THRU TROY FAIR INSURANCE, INC.


Notary Public, The State of Florida

My Commission Expires:
My Commission Number: