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August 14, 2002

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*****70.00 *****70.00

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation for Sunset Promenade, Inc.

Dear Sir or Madam:

Enclosed please find the original Articles of Incorporation, including Certificate of Designation of Registered Agent/Registered Office for the above-referenced corporation. Also enclosed is a check in the amount of \$70.00 to cover the filing fee.

Thank you for your assistance in this matter. If you have any questions or need additional information, please give me a call.

Sincerely,



Tiffany Donaldson
Legal Assistant for
Joseph M. Scheyd, Jr.

/tjd

Enclosures

FILED
02 AUG 19 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

gys/bu

ARTICLES OF INCORPORATION

OF

SUNSET PROMENADE, INC.

ARTICLE I - NAME

The name of this corporation is Sunset Promenade, Inc.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing
on the date of filing.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

100 Fairway Drive
Santa Rosa Beach, Florida 32459

The mailing address of this corporation shall be:

4912 Castaing Street
Metairie, Louisiana 70006

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand Shares of One Dollar (\$1.00) par value
common stock, which shall be designated "common shares".

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent of this corporation is Joseph M. Scheyd,
Jr., 1221 Airport Road, Suite 209, Destin, Florida 32541.

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ARTICLE VI - INCORPORATORS

The names and addresses of the persons signing these articles are:

George Funti
4912 Castaing Street
Metairie, Louisiana 70006

Rozmarie Lipton
4912 Castaing Street
Metairie, Louisiana 70006

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall consist of two (2) directors. The names and addresses are as follows:

Director George Funti
4912 Castaing Street
Metairie, Louisiana 70006

Director Rozmarie Lipton
4912 Castaing Street
Metairie, Louisiana 70006

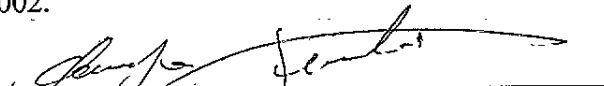
ARTICLE VIII - BY-LAWS


The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - ACTION WITHOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles Of Incorporation this 5th day of August, 2002.


GEORGE FUNTI


ROZMARIE LIPTON

STATE OF LOUISIANA

COUNTY OF STEFFERSON

The foregoing instrument was acknowledged before me this 5th day of August, 2002, by George Funti and Rozmarie Lipton, who are personally known to me or who have produced driver's licenses of LA. as identification and who did take an oath and acknowledged and declared that they executed the same for the uses and purposes therein set forth.


NOTARY PUBLIC

My Commission Expires: for Life

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submit the following statement designating the registered agent/registered office in the State of Florida.

1. The name of the corporation is: Sunset Promenade, Inc.
2. The name of the registered agent is Joseph M. Scheyd, Jr.. The address of the registered office is 1221 Airport Road, Suite 209, Destin, Florida 32541.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position.

DATED this 15 day of August, 2002.



JOSEPH M. SCHEYD, JR.
Registered Agent