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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT☐ MAIL

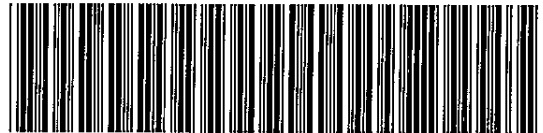
(Business Entity Name)

(Document Number)

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305 Main Street,
Destin, Florida 32541

Telephone: (850) 654-8540
Facsimile: (850) 837-3502

February 7, 2003

Southeast Security, Inc.
3841-A Killearn Court
Tallahassee, FL 32308

VIA UPS OVERNIGHT MAIL

ATTENTION: Dan Bowden

Re: Articles of Incorporation for:
Tradewinds Of Bay County Beach Services, Inc.
Tradewinds Of Bay County Owners' Association, Inc.

Dear Mr. Bowden:

Enclosed please find the Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office for the two above-referenced corporations. Also enclosed are two checks made payable to the Secretary of State. The one in the amount of \$70.00 represents the filing fee for Tradewinds Of Bay County Beach Services, Inc. The other check for \$78.50 is for the filing fee for Tradewinds of Bay County Owners' Association, Inc. and to obtain a certificate of good standing for same (I know the certificate is unusual for a newly formed corporation, but Kathleen Reynolds is requesting it so that she can place it in a condominium package that she is preparing.

Please walk these applications through the Secretary of State's office, then fax a letter evidencing filing to me at (850) 837-3502. I am enclosing your fee for same.

Thank you for your assistance in this regard. Should you or the Secretary of State's office have any questions, please do not hesitate to contact me.

Sincerely,

MATTHEW J. PERRAS
Legal Assistant to Kathleen Reynolds

/mjp
Enclosures: a/s

ARTICLES OF INCORPORATION
OF
TRADEWINDS OF BAY COUNTY BEACH SERVICES, INC.

ARTICLE I - NAME

The name of this corporation is Tradewinds Of Bay County Beach Services, 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:

12889 Emerald Coast Parkway, Suite 111-A
Destin, Florida 32550

The mailing address of this corporation shall be:

12889 Emerald Coast Parkway, Suite 111-A
Destin, Florida 32550

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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 - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof, at the offering price.

ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent of this corporation is:

Thomas B. Henry, Jr.
12889 Emerald Coast Parkway, Suite 111-A
Destin, Florida 32550

ARTICLE VII - INCORPORATORS

The name and address of the person signing these articles is:

Thomas B. Henry, Jr.
12889 Emerald Coast Parkway, Suite 111-A
Destin, Florida 32550

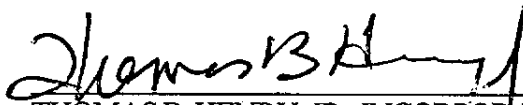
ARTICLE VIII - BY-LAWS

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

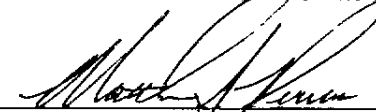
The directors of this corporation may take action by written consent, as provided by law.

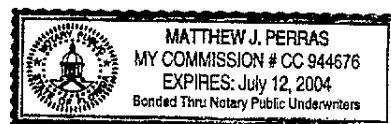
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles Of Incorporation this 7th day of February, 2003.


THOMAS B. HENRY, JR., INCORPORATOR

STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 7th day of February, 2003, by Thomas B. Henry, Jr., who is personally known to me or who has produced a Florida Driver's License as identification and acknowledged and declared that he executed the same for the uses and purposes therein set forth.


NOTARY PUBLIC
My Commission Expires: _____



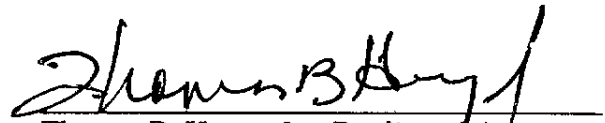
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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: Tradewinds Of Bay County Beach Services, Inc.
2. The name and address of the registered agent is Thomas B. Henry, Jr., 12889 Emerald Coast Parkway, Suite 111-A, Destin, Florida 32550. The address of the principal office is 12889 Emerald Coast Parkway, Suite 111-A, Destin, Florida 32550.

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 7th day of February, 2003.


Thomas B. Henry, Jr., Registered Agent

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