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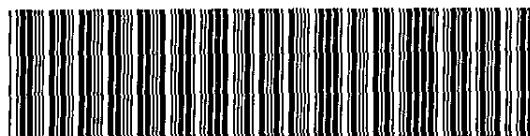
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CAPITAL CONNECTION, INC.

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

Pointe Development of
Destin Inc

Signature _____

Requested by: SW 7/9

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

- ☒ 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 _____

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**ARTICLES OF INCORPORATION
OF
POINTE DEVELOPMENT OF DESTIN, INC.**

I, the undersigned incorporator, hereby make, acknowledge, and file these ARTICLES OF INCORPORATION for the purpose of becoming a corporation under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of this Corporation shall be POINTE DEVELOPMENT OF DESTIN, INC.

**ARTICLE II
NATURE OF BUSINESS**

The Corporation may transact or conduct any type of business for which corporations may be incorporated under Chapter 607, Florida Statutes.

**ARTICLE III
AUTHORIZED SHARES**

The Corporation shall be authorized to create and issue 1,000 shares of Common Stock having no par value. No corporate stock shall be issued without a certificate.

The whole or any part of the authorized stock of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation, having a value as determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

**ARTICLE IV
PREEMPTIVE RIGHTS OF SHAREHOLDERS**

Each initial shareholder of the corporation, as identified and recorded in the corporate records, shall be entitled to maintain his respective percentage of ownership of the corporation by having the right to purchase additional shares of stock of the corporation. Each initial shareholder may waive his or her preemptive right to acquire additional shares, by executing an express written waiver and delivering the same to the Corporation. After the receipt of the shareholder's written waiver, the Corporation may sell the shares freely for a period of one year.

**ARTICLE V
TRANSFER RESTRICTIONS ON SHARES OF CORPORATE STOCK**

The stock of the corporation shall not be freely transferrable. Said restrictions or limitations on the transfer of the stock shall be stamped or written on the back of each stock certificate and shall state, in effect, that transferability of the stock is limited, and that the person or entity acquiring said stock agrees to the limitations established by or for the benefit of the Corporation.

**ARTICLE X
REGISTERED AGENT**

The street address of the initial Registered Office of the Corporation and the name of the initial Registered Agent of this Corporation at that address shall be:

Seth E. Wright
503 North 70th Avenue
Pensacola, Florida 32506

**ARTICLE XI
SPECIAL PROVISIONS**

The following additional provisions for the regulation of the business, the conduct of the affairs of the Corporation, and for creating, defining, limiting and regulating the powers of the Corporation, its shareholders and directors, are hereby adopted as a part of these Articles of Incorporation.

1. No person shall be required to own, hold or control stock in the Corporation as a condition precedent to holding an office in this Corporation.

2. The Board of Directors may prescribe the methods for replacement of lost stock certificates, and prescribe reasonable conditions by way of security upon the issuance of new certificates therefor.

3. The Board of Directors, by the affirmative vote of a majority of the directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation of all corporate officers and directors for services to the Corporation as officers, directors, or otherwise.

4. The holders of validly authorized, issued, and outstanding shares of stock, or their legally designated agents, shall be entitled to vote said shares of stock. Each share of corporate stock shall be entitled to ONE VOTE on each matter submitted to a vote at the corporate meetings, and said shareholders shall not be entitled to cumulative voting rights.

5. The initial shareholders have agreed that each such shareholder shall have the right of first refusal to purchase the stock of each other shareholder based upon a price that will be determined with the use of a formula for computing the then current value of the corporation as agreed upon by the initial shareholders.

6. The right to amend or otherwise change these Articles of Incorporation is hereby reserved by and to the Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has made and subscribed these Articles of Incorporation at Destin, Florida, for the uses and purposes aforesaid, this 9th day of July, 2003.


Roderic M. Wright, Incorporator

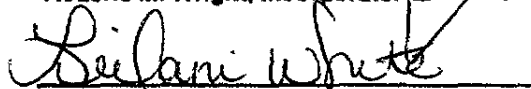
DESIGNATION AND ACCEPTANCE
OF
REGISTERED AGENT
OF
POINTE DEVELOPMENT OF DESTIN, INC.

Pursuant to Section 48.091 and Chapter 607, Florida Statutes POINTE DEVELOPMENT OF DESTIN, INC., having filed its Articles of Incorporation contemporaneously herewith, with its principal office at 1450 Airport Road, Bldg. #1, Destin, Florida 32540 has named Seth E. Wright, located at 503 North 70th Avenue, Pensacola, Florida 32506, as its Registered Agent to accept service of process within the State of Florida.

BY:



Roderic M. Wright, Incorporator

Witness:

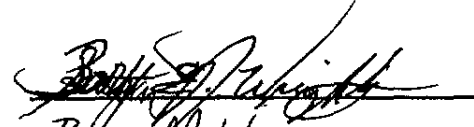


Having been named as Registered Agent to accept service of process for POINTE DEVELOPMENT OF DESTIN, INC. at the location designated herein, I am familiar with the requirements, and I accept and agree to act in the capacity of Registered Agent for said Corporation, and agree to comply with the laws of Florida applicable thereto.

BY:


Seth E. Wright, Resident Agent

Witness:


Bryan M. Wright

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