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#### ATTORNEYS AT LAW

JILL W. CREW ADMITTED IN FLORIDA, CALIFORNIA, WASHINGTON DC

ADMITTED IN FLORIDA, VIRGINIA, WASHINGTON DC

JOHN J. CARAVELLA ADMITTED IN FLORIDA

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TELEPHONE (850) 244-0400 (888) 244-4LAW

FACSIMILE (850) 244-4488

CREWLAW.COM

September 12, 2003

#### Via Federal Express

Department of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

C. M. Andrews Properties. Inc. Re:

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above-referenced proposed corporation.

Please file these documents at your earliest opportunity and provide me with a file-stamped copy of the articles and a Certificate of Status by return mail.

I enclose a check for payment of the combined fees of:

□ \$70

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□ \$122.50

□ \$131.25

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Only

Certificate of

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Status

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Additional copy of articles enclosed.

Thank you for your assistance. Please call me if you have any questions.

Sincerely,

Linda L. Ketter

Legal Assistant to

Jill W. Crew

Enclosures

## ARTICLES OF INCORPORATION OF C. M. ANDREWS PROPERTIES, INC.

In compliance with the requirements of F. S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

### Article I Name of Corporation

The name of the corporation (the "Corporation") is C. M. Andrews Properties, Inc.

### Article II Principal Office

The principal place of business and the mailing address of the Corporation is: 77 Shellseekers Cove, Santa Rosa Beach, FL 32459.

#### Article III Authorized Shares

The maximum number of shares the Corporation is authorized to issue is 1,000, all of which shall be Common Shares, with a par value of \$.01 per share. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

### Article IV Registered Agent

The initial registered agent for the Corporation is: Crew & Crew, P.A., a Florida corporation. The street address of the Corporation's registered agent is: Crew & Crew, P.A., 25 NE Beal Parkway, Suite 210, Fort Walton Beach, Florida 32548.

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#### Article V Board of Directors

The initial board of directors shall consist of one (1) member. The name and address of the person who will serve on the initial board of directors is:

Calvin Mark Andrews
77 Shellseekers Cove
Santa Rosa Beach, FL 32459

#### Article VI Incorporator

The name and address of the person signing these articles of incorporation is: Calvin Mark Andrews, 77 Shellseekers Cove, Santa Rosa Beach, FL 32459.

### Article VII Indemnification

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on September 12, 2003.

CALVIN MARK ANDREWS

#### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the Corporation at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. § 607.0501(3).

Date: September 12, 2003.

Crew & Crew, P.A., a Florida corporation

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