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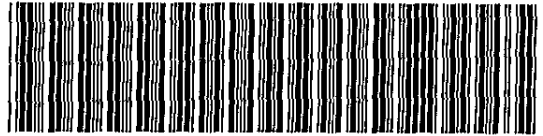
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03 DEC 18 PM 4:00  
TALLAHASSEE, FLORIDA

✓  
12/31/03

# CULP ELLIOTT & CARPENTER, P.L.L.C.

"A PROFESSIONAL LIMITED LIABILITY COMPANY INCLUDING A PROFESSIONAL ASSOCIATION"

ATTORNEYS AT LAW  
(704) 372-6322

WILLIAM R. CULP, JR., P.A. \*  
W. CURTIS ELLIOTT, JR. ‡  
JOHN JOSEPH CARPENTER \*  
CHRISTOPHER E. HANNUM ‡  
PAUL M. HATTENHAUER ‡  
JEFFREY D. BARNES §  
MARK L. RICHARDSON §  
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CARL L. KING ‡  
RICHARD A. PELAK \*  
VALERIE P. MAHONEY §  
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WILLIAM C. ISENHOUR \*

DOUGLAS P. MUNSON  
1958 - 1992

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December 17, 2003

\* Licensed in NC  
‡ Licensed in NC and FL  
§ Licensed in NC and MA  
‡ Licensed in NC and NY  
§ Licensed in NC and SC  
‡ Licensed in NC, PA and NJ

## Via Federal Express Delivery

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

RE: R.A. Florida Development, Inc.  
R.A. Florida Development I, Inc.  
Florida Waterway Sales, Inc.  
Waterfront Management Services, Inc.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Organization for each of the above-referenced companies. Please file and return a filed copy to our office.

I have enclosed checks for each entity in the amount of \$78.75 to cover the charge for such service. Please return in the enclosed self-addressed envelope.

Should you have any questions, please do not hesitate to call me.

Sincerely,

CULP ELLIOTT & CARPENTER, P.L.L.C.

  
Jamie L. Fuller, Paralegal

Enclosures

WORD-116930

**ARTICLES OF INCORPORATION  
OF  
R.A. FLORIDA DEVELOPMENT, INC.**

**FILED**  
**03 DEC 18 PM 4:00**  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I  
NAME**

The name of the corporation is R.A. FLORIDA DEVELOPMENT, INC. (hereinafter called the "Corporation").

**ARTICLE II  
PURPOSE**

The purpose for which the Corporation is formed is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

**ARTICLE III  
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 10800 Sikes Place, Suite 160, Charlotte, NC 28277.

**ARTICLE IV  
SHARES**

The number of shares of stock that the Corporation is authorized to have outstanding at any one time, the par value thereof, and the class of such shares of stock shall be as follows:

<b><u>NUMBER OF SHARES AUTHORIZED</u></b>	<b><u>PAR VALUE PER SHARE</u></b>	<b><u>CLASS OF STOCK</u></b>
10,000	\$1.00	Voting Common
90,000	\$1.00	Non-Voting Common

**ARTICLE V  
REGISTERED OFFICE AND AGENT**

The address of the Corporation's registered office in the State of Florida is 1200 South Pine Island, Plantation, Florida 33324, County of Broward. The name of its registered agent at such address is CT Corporation System.

**ARTICLE VI**  
**INCORPORATOR**

The name of the Incorporator is Valerie P. Mahoney, Esquire, and the address of the Incorporator is CULP ELLIOTT & CARPENTER, P.L.L.C., 4401 Barclay Downs Drive, Suite 200, Charlotte, North Carolina 28209.

**ARTICLE VII**  
**INDEMNIFICATION**

To the fullest extent permitted by applicable law, no director of the Corporation shall have any personal liability arising out of any action whether by or in the right of the Corporation or otherwise for monetary damages for breach of any duty as a director. This Article shall not impair any right to indemnity from the Corporation that any director may now or hereafter have. Any repeal or modification of this Article shall be prospective only and shall not adversely affect in any respect acts or omissions occurring prior to such repeal or modification.

IN WITNESS WHEREOF, the undersigned, being the incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 4th day of December, 2003.

Valerie Mahoney  
Valerie P. Mahoney, Incorporator

*Having been named as registered agent and to accept service of process for the above stated company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Mary R. Adams, Registered Agent

MARY R. ADAMS  
ASSISTANT SECRETARY

12-5-2003  
Date

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 DEC 18 PM 4:00

FILED