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DIVISION OF CORPORATIONS
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js

CAPITAL CONNECTION, INC.

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

Surf + Turf Real Estate, Inc.

Signature _____

Requested by: _____

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

SURF & TURF REAL ESTATE, 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.

I. NAME

The name of the Corporation shall be Surf & Turf Real Estate, Inc.

II. PURPOSE

The general purpose for which this corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

III. AUTHORIZED SHARES

The corporation shall be authorized to create and issue 10,000 shares of Common Stock having a par value of \$1.00 per share.

The whole or any part of the authorized shares of the corporation may be issued for consideration payable in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, having a value as is 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.

IV. TERMS OF EXISTENCE

The corporation shall exist perpetually unless dissolved according to law.

V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation in the State of Florida and the name of its initial registered agent at that office is as follows:

Suzanne W. McCarthy
1722 Ensenada Uno
Pensacola Beach, Florida 32561

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The principal office of this corporation shall be:

415 South Florida Blanca
Pensacola, Florida 32502

VI. BOARD OF DIRECTORS

The powers of the corporation shall be exercised by or under the authority of and the business and affairs of the corporation shall be managed under the direction of a Board of Directors, which shall have two (2) directors initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the corporation.

VII. DIRECTORS - NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

SUZANNE W. McCARTHY
1722 Ensenada Uno
Pensacola Beach, FL 32561

JERRY HALL
13902 North Dale Mabry, Suite 212
Tampa, FL 33618

VIII. INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is as follows:

SUZANNE W. McCARTHY
1722 Ensenada Uno
Pensacola Beach, Florida 32561

IX. SPECIAL PROVISIONS

The following additional provisions for the regulation of the business and for 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 a method or methods for replacement of lost certificates, and prescribe reasonable conditions by way of security upon the issue 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 as directors, officers or otherwise.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Pensacola, Florida, for the uses and purposes aforesaid, this 17 day of February, 2004.

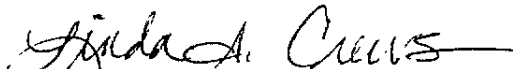

SUZANNE W. McCARTHY

STATE OF FLORIDA
COUNTY OF ESCAMBIA

BEFORE ME personally appeared SUZANNE W. McCARTHY, to me personally known to be the person described in and who executed the foregoing Articles of Incorporation and who freely and voluntarily acknowledged before me according to law that she made and executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Pensacola, Florida, this 17th day of February, 2004.

LINDA A. CREWS
Notary Public-State of FL
Comm. Exp. Oct. 17, 2004
Comm. No. DD 012211

Sign: 
Print: LINDA A. CREWS
NOTARY PUBLIC - State of Florida
My Commission Expires: 10-17-04
My Commission Number: DD 012211

DESIGNATION AND ACCEPTANCE
OF
REGISTERED AGENT
OF
SURF & TURF REAL ESTATE, INC.

Pursuant to Section 48.091 and Chapter 607, Florida Statutes, SURF & TURF REAL ESTATE, INC., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 1722 Ensenada Uno, Pensacola Beach, Florida 32561, has named SUZANNE W. McCARTHY located at 1722 Ensenada Uno, Pensacola Beach, Florida 32561, as its Registered Agent to accept service of process within this State.

By: 
SUZANNE W. McCARTHY - Incorporator

Having been named as Registered Agent to accept service of process for the above-stated corporation, at the location designated herein, I accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By: 
SUZANNE W. McCARTHY - Registered Agent

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