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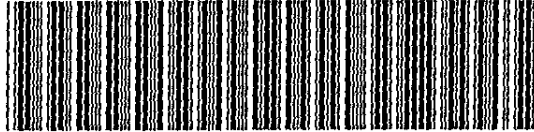
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SECRETARY OF STATE
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JOHN JAY GONTAREK, P.A.
ATTORNEY AND COUNSELLOR AT LAW
181 EGLIN PARKWAY N.E.
FT. WALTON BEACH, FLORIDA 32548
(850) 243-2021 • FAX (850) 243-2424

February 18, 2004

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: GULF CAPITAL & DEVELOPMENT
INVESTMENTS INC.

Dear Madame or Sir:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced corporation along with a check in the amount of \$87.50 for the following:

filing fee	\$35.00
certified copy	\$ 8.75
registered agent designation	\$35.00
certificate under seal	\$ 8.75
Total	<u>\$ 87.50</u>

Please endorse your approval of the Articles of Incorporation on the duplicate copy, certify, and return it.

Thank you for your attention and assistance in this matter.

Sincerely,

Jodi Patterson

Jodi L. Patterson,
Paralegal to John Jay Gontarek

/jlp
Enclosures: as stated

ARTICLES OF INCORPORATION
OF
GULF CAPITAL & DEVELOPMENT INVESTMENTS INC.

ARTICLE I - NAME

The name of this Corporation is GULF CAPITAL & DEVELOPMENT INVESTMENTS INC. (hereinafter referred to as the "Corporation")

ARTICLE II - DURATION

This Corporation shall exist perpetually, commencing upon the filing of the Articles of Corporation by the Department of State.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of developing and financing real estate and for any other purpose not prohibited under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - PRE-EMPTIVE 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 (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

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TALLAHASSEE, FLORIDA

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The Street address of the initial registered office of this Corporation is 40 Green Island Way, Destin, Florida 32550, and the initial registered agent for this Corporation at that address is Margaret Warrington.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said Corporation.

The principal office and mailing address is 40 Green Island Way, Destin, Florida 32550. This is also the principal office and mailing address of the Corporation.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time but shall never be less than one. The names and addresses of the initial director of this Corporation is:

Margaret Warrington
40 Green Island Way
Destin, Florida 32550

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Margaret Warrington
40 Green Island Way
Destin, Florida 32550

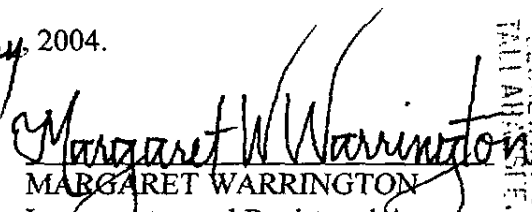
ARTICLE IX - BY-LAWS

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X

It is the intent of this charter that the Directors may sell the capital stock of this Corporation in accordance with the conditions of Sections 1242-1244, inclusive, of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 18 day of February, 2004.


MARGARET WARRINGTON
Incorporator and Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

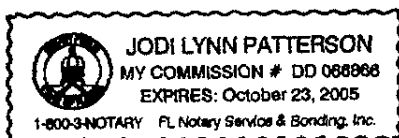
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STATE OF FLORIDA)
COUNTY OF OKALOOSA)

BEFORE ME, the undersigned, authority, appeared MARGARET WARRINGTON who has produced FL DRIVER LICENSE as identification and who is the person described in the foregoing Articles of Incorporation of GULF CAPITAL & DEVELOPMENT INVESTMENTS INC., and he acknowledged to and before me that she executed said Articles of Incorporation for the purpose therein described

WITNESS my hand and official seal this 18 day of February, 2004.




NOTARY PUBLIC