

FROM: HOLLAND KNIGHT LLP

FAX NO.: 4072445288

05-12-05 02:12P P.01

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FLORIDA PROFIT CORPORATION OR P.A.

Cowford Riverfront, Inc.

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Florida Department of State
Corporations Division
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

May 13, 2005

Re: Cowford Riverfront, LLC and Cowford Riverfront Inc.

To Whom it May Concern,

Please be advised the above referenced entities are hereby granted permission from each other to be formed.

Regards,

/s/ James E. L. Seay
Authorized Representative of Cowford
Riverfront, LLC and Cowford Riverfront Inc.

**ARTICLES OF INCORPORATION
OF
COWFORD RIVERFRONT INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator delivers these Articles of Incorporation in order to form a corporation under the Florida Business Corporation Act.

ARTICLE I

Name

The name of the Corporation shall be **COWFORD RIVERFRONT INC.**

ARTICLE II

Principal Office

The principal office of the Corporation is located at 1400 Marsh Landing Parkway, Suite 109, Jacksonville Beach, Florida 32250, and its mailing address is the same.

ARTICLE III

Corporate Purposes, Power and Rights

The purpose of the Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

Duration of the Corporation

Existence of the Corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the Secretary of State and the Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

Authorized Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 1,000 shares of Common Stock, with a \$0.01 par value per share.

ARTICLE VI
Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 1201 Hays Street, Tallahassee, Fl 32301-2607. The initial registered agent of the Corporation at the registered office shall be CSC Service Corporation.

ARTICLE VII

Incorporator

The name and address of the incorporator of the Corporation is:

<u>Name</u>	<u>Address</u>
James E.L. Seay	2600 S. Orange Avenue Suite 2600 Orlando, Florida 32836

Executed this 12th day of May, 2005.

/S/ James E.L. Seay
Name: James E.L. Seay
Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation 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.

CSC Service Corporation

Deborah D. Skipper

Name: Deborah D. Skipper
Asst. V. Pres.

Date: May 12th, 2005

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