

**Electronic Articles of Incorporation
For**

P06000008796
FILED
January 18, 2006
Sec. Of State
clewis

WATERS MARK NORTH MERRITT ISLAND CORP.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

WATERS MARK NORTH MERRITT ISLAND CORP.

Article II

The principal place of business address:

100 RIALTO PLACE
SUITE 748
MELBOURNE, FL. 32901

The mailing address of the corporation is:

100 RIALTO PLACE
SUITE 748
MELBOURNE, FL. 32901

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

BRENT B WOODSON
100 RIALTO PLACE
SUITE 748
MELBOURNE, FL. 32901

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: BRENT B. WOODSON

Article VI

The name and address of the incorporator is:

BRENT B. WOODSON
100 RIALTO PLACE
SUITE 748
MELBOURNE, FLORIDA 32901

Incorporator Signature: BRENT B. WOODSON

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P, D
BRENT WOODSON
100 RIALTO PLACE, SUITE 748
MELBOURNE, FL. 32901

Article VIII

The effective date for this corporation shall be:

01/18/2006