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(Requestor's Name)

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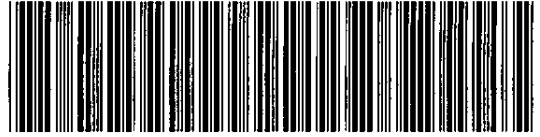
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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MRS
8/6

1109-34501

LAW OFFICES OF
MITCH DEVER, P.A.

1813 THOMAS DRIVE
PANAMA CITY BEACH, FLORIDA 32408

MITCH DEVER

ADMITTED
TO PRACTICE
IN FLORIDA & ALABAMA

P.O. BOX 9811
PANAMA CITY BEACH, FL 32417

PHONE (850) 234-5555
FAX (850) 234-7677

August 1, 2009

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Briarwood Apartments, Inc.
Ref. Number: W09000034501

To Whom It May Concern:

Enclosed please find the corrected Articles of Incorporation for the above-captioned corporation, as well as your letter and the originally filed articles.

Thank you for your assistance and cooperation.

Sincerely,

Mitch Dever

SMD/md
Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 29, 2009

MITCH DEVER, P.A.
PO BOX 9811
PANAMA CITY BEACH, FL 32417

SUBJECT: BRIARWOOD APARTMENTS, INC.
Ref. Number: W09000034501

We have received your document for BRIARWOOD APARTMENTS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box is not acceptable.

The registered agent and street address must be consistent wherever it appears in your document.

Articles must be in numeric order. You are missing Article VII.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap
Regulatory Specialist II
New Filing Section

Letter Number: 009A00026003

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ARTICLES OF INCORPORATION
OF
BRIARWOOD APARTMENTS, INC.

FILED
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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 this corporation shall be:

Briarwood Apartments, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal business address of this corporation shall be:

2203 Beck Avenue
Panama City, FL 32401

The principal mailing address of this corporation shall be:

P.O. Box 9811
Panama City Beach, FL 32417

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Mitch Dever
1813 Thomas Drive
Panama City Beach, FL 32408

ARTICLE V - INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation is:

Mitch Dever
1813 Thomas Drive
Panama City Beach, FL 32408

ARTICLE VI - OFFICERS

The name and street address of the initial officers of the Corporation is:

Mitch Dever
1813 Thomas Drive
Panama City Beach, FL 32408

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TALLAHASSEE, FLORIDA

ARTICLE VII - PURPOSE

The primary purpose of this corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Florida.

The undersigned incorporator has executed these Articles of Incorporation this 31 day of July, 2009



Mitch Dever

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in the designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

Briarwood Apartments, Inc.

2. The name and address of the registered agent and office is:

Mitch Dever
1813 Thomas Drive
Panama City Beach, FL 32408

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TALLAHASSEE FLORIDA

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.



Mitch Dever

Date

7/31/09