3654 CL MCCAULEY & PETERS ATTORNEYS AT LAW 36 OAK AVENUE PANAMA CITY, FLORIDA B2401 OFFICE USE ONLY (City, State, Zip) (Phone #)

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

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and the second se	ation Name)	(Document #)	
(Corpor.	ation Name)	(Document #)	
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Walk in	Pick up time	Certified Copy	
Mail out	Will wait Photocopy	Certificate of Status	
NEW FILINGS	AMENDMENTS		SE SE
Profit	Amendment		
NonProfit	Resignation of R.A., Office		FIL JAN 30 RETARY AHASSE
Limited Liability	Change of Registered Ager		
Domestication	Dissolution/Withdrawal		
Other	Merger		AN 9-33 PF STALL
OTHER FILINGS	REGISTRATION/	B. REGISTER FEB 2199	5
Annual Report	QUALIFICATION	EEB 2 17	,-
Fictitious Name	Foreign	- CISTER FLE	
Name Reservation	Limited Partnership	B. REC	
	Reinstatement	1	
	Trademark		
CR2E031(10/92)	Other	Examiner's Init	ials

ARTICLES OF INCORPORATION OF SANDBAR OF PANAMA CITY BEACH, INC.

The undersigned incorporator of these articles of incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is SANDBAR OF PANAMA CITY BEACH, INC.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in the running and operating of any activity or business permitted under the laws of the State of Florida and of the United States of America.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock, having a par value of \$1.00 per share.

Authorized capital stock may be paid for in cash, services, or property.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V - REGISTERED AGENT AND OFFICE

The initial principal office of this corporation is to be at 36 Oak Avenue, Panama City, Florida. The initial registered agent of this corporation shall be Carroll L. McCauley, whose address is 36 Oak Avenue, Panama City, Florida 32401.

ARTICLE VII - DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be changed from time to time by the by-laws, but shall never be more than five (5).

The names and street addresses of the initial directors, who shall hold office until successors are elected and have qualified, are:

J. Duke Fernandez 7510 A Thomas Drive Panama City Beach, FL 32408

Harvey D. McLendon 7510 A Thomas Drive Panama City Beach, FL 32408

ARTICLE VII - INCORPORATORS

The name and street address of the incorporator of the corporation is:

J. Duke Fernandez 7510 A Thomas Drive Panama City Beach, FL 32408

ARTICLE VIII - AMENDMENT

These articles of incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has set his hand and seal,

acknowledged and filed the foregoing articles of incorporation under the laws of the State of

Florida, this <u>26</u> day of January, 1995.

A. Duke Fernande

Q

STATE OF FLORIDA COUNTY OF BAY

BEFORE ME personally appeared J. Duke Fernandez, personally known to me (or who produced $\frac{N/n}{2}$ as identification) to be the individual described in and who executed the foregoing articles of incorporation, and who acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the county and state last aforesaid, this 24 day of January, 1995.

Betty J. Brammer Notary Public

Notary Public My commission expires:



BETTY 6. GRAMMER MY COMMISSION # CC 18225 EXPIRES Decomber 14, 1995 BONDED THRU TROY FAIN INSURANCE, NC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN CC .IPLIANCE WITH SECTION 48,091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST, THAT <u>SANDBAR OF PANAMA CITY BEACH, INC.</u> DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF <u>Panama City</u>, STATE OF <u>Florida</u>, HAS NAMED <u>Carroll L. McCauley</u>_LOCATED AT <u>36 Oak Avenue</u>____, CITY OF <u>Panama</u> <u>City</u>, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

President & Duke Ferman TITLE 1-26-95 DATE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATUR	Resident Agent)
DATE	1-26-95	JAN 30 JA GTARY CF GHASSEE FU	