

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0191 FAX

800-342-8086

P95000018796



MAIL TO:
P.O. BOX 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 555131 82563A

AUTHORIZATION :

Patricia Pizuto

COST LIMIT : \$ 78.75

ORDER DATE : March 8, 1995

ORDER TIME : 10:16 AM

ORDER NO. : 555131

700001424137

CUSTOMER NO: 82563A

CUSTOMER: Gregory L. Gresham, Esq
GREGORY L. GRESHAM, ESQ

918a Drew Street

Clearwater, FL 34615

DOMESTIC FILING

P95000018796

NAME: CAMEO COMMERCIAL CONTRACTING,
INCORPORATED

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

TM
3-8-95
03/A01

95 MAR 8 1995
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 MAR -8 PM 12:25

FILED

ARTICLES OF INCORPORATION
OF
CAMEO COMMERCIAL CONTRACTING, INCORPORATED

FILED
95 MAR -8 PM 12:23
SECRET
TALLAHASSEE, FLORIDA

ARTICLE I

NAME: The name of this corporation is

CAMEO COMMERCIAL CONTRACTING, INCORPORATED

ARTICLE II

DURATION: This corporation shall have perpetual duration.

ARTICLE III

PURPOSE: This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

CAPITAL STOCK: This corporation is authorized to issue 10,000 shares of one class of shares at a value of \$1.00 per share, which shall be designated as "Common Shares."

ARTICLE V

PREEMPTIVE RIGHTS: Every shareholder, upon the issue or sale of any new shares of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED AGENT AND OFFICE: The name of the initial registered agent and the street address of the initial registered office of this corporation are:

Gregory L. Gresham
918A Drew Street
Clearwater, FL 34615

ARTICLE VII

INITIAL BOARD OF DIRECTORS: This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial directors of this corporation is:

Director Name	Address
Dena C. Lyons	1127 Wyatt Street Clearwater, FL 34616
Karen Schnelbach	725 1st Street Indian Rocks Beach, FL 34635

ARTICLE VIII

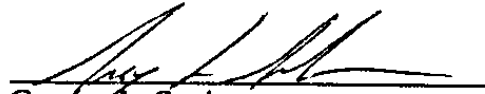
INCORPORATOR: The name and address of the person signing these Articles is:

Gregory L. Gresham
918A Drew Street
Clearwater, FL 34615

ARTICLE IX

BYLAWS: The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders. The Board of Directors shall not have the power to alter, amend or repeal any bylaw adopted by the shareholders, if the shareholders shall so designate in adopting, altering or amending a Bylaw.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7th day of March, 1995.


Gregory L. Gresham

**STATE OF FLORIDA
COUNTY OF PINELLAS**

The foregoing instrument was acknowledged before me this 7th day of March, 1995, by Gregory L. Gresham, who personally appeared before me at the time of notarization, and who is personally known to me and who did take an oath.



NOTARY PUBLIC - STATE OF FLORIDA

Sign: Roberta M. Reids
Print: Roberta M. Reids
Address: 918A Drew Street
Clearwater, FL 34615

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

In compliance with Chapter 48.091, Florida Statutes, the following is submitted:

That CAMEO COMMERCIAL CONTRACTING, INCORPORATED, desiring to organize under the laws of the State of Florida, with its principal office at 1127 Wyatt Street, Clearwater, FL 34616 has named GREGORY L. GRESHAM, located at 918A Drew Street, Clearwater, FL 34615, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with Florida law relative to keeping the designated office open.



GREGORY L. GRESHAM, Registered Agent

FILED
95 MAR -8 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000018796

SEBASTIAN L. GREENMAN
 6001 BERRY STREET
 CLEARWATER FL 34615

OFFICE USE ONLY

700001457257
 -04/14/95--01105--004
 *****35.00 *****35.00

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

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

95 APR 14 AM 11:10

FILED

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Official Director Resign 4-19-95

Examiner's Initials DL

AFFIDAVIT OF RESIGNATION

STATE OF FLORIDA
COUNTY OF PINELLAS

FILED
95 APR 14 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, Karen Schnelbach of 725 - 1st Street, Indian Rocks Beach, FL 34635, after being duly sworn, state that to the best of my knowledge, information and belief, and under the penalties of perjury, the following is true and correct:

I, Karen Schnelbach, hereby resign as director and secretary of Cameo Commercial Contracting, Incorporated, a Florida corporation, whose document number is P95000018796.

I acknowledge that the corporation has received a copy of this resignation.

FURTHER AFFIANT SAYETH NOT


Karen Schnelbach, Affiant

The foregoing instrument was acknowledged before me this 7th day of April, 1995, by **KAREN SCHNELBACH**, who personally appeared before me at the time of notarization, and who is personally known to me or who has produced FL Drivers License as identification and who did take an oath.

NOTARY PUBLIC - STATE OF FLORIDA



ROBERTA M. REIDS
COMMISSION # CC 437789
EXPIRES FEB 8, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

Sign: Roberta M. Reids
Print: Roberta M. Reids
Address: 918A Drew Street
Clearwater, Florida 34615

No Return Address

Requestor's Name

P95000018796

City/State/Zip

Phone #

00002163780--6

-05/02/97--01090--014

*****35.00 *****35.00

Office Use Only

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

LOUISE -

PLEASE NOTE OUR FILE SHOULD SHOW KAREN SCHNELBACH AS THE AGENT OF RECORD AT 725 1ST ST. INDIAN ROCKS BCH., FL. 33785 - AND ALL CORRESPONDENCE SHOULD GO THERE - PLEASE CALL IF QUESTIONS - 913-5932503 - THANK YOU KAREN -

(Document #)

(Document #)

(Document #)

(Document #)

Certified Copy

Certificate of Status

Photocopy

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

91 JUL -7 AM 10:32

FILED

NEW FILINGS	
<input type="checkbox"/>	Profit
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<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Name Change

~~W970000~~

7-9-97

~~789, 1092, 1166, 671*~~

Examiner's Initials **LFS**



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 9, 1997

Karen Schnellbach
% CAMEO COMMERCIAL CONTRACTING
1127 Wyatt Street
Clearwater, FL 34616

SUBJECT: CAMEO COMMERCIAL CONTRACTING, INCORPORATED
Ref. Number: P95000018796

We have received your document for CAMEO COMMERCIAL CONTRACTING, INCORPORATED and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

The date of adoption of this document must be a date on or prior to submitting the document to this office, and this date must be specifically stated in the document. If you wish to have a future effective date, you must include the date of adoption and the effective date. The date of adoption is the date the document was approved.

Please return 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 (904) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 897A00024951

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
97 JUL -7 AM 10:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GAMEO COMMERCIAL CONTRACTING, INCORPORATED

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE ONE IS HEREBY CHANGED TO REFLECT
THE NEW NAME OF THE CORPORATION.

ARTICLE ONE IS AMENDED AS OF JULY 1, 1997,
EFFECTIVE THIS DATE, TO CHANGE NAME
TO SAND CASTLES OF PINELLAS,
INCORPORATED.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: July 1, 1997.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*
- "The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."
- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 15th day of July, 19 97.

Signature Dawn E. Schulbach Secy. of Corp.
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Typed or printed name

Title