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April 4, 1995

Florida Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

EFFECTIVE DATE

4-11-95

FILED STATE  
SECRETARY OF CORPORATIONS  
95 APR 17 AM 9:59

Re: Articles of Incorporation - Driftwood Motel of Ft. Walton Beach, Inc.

Dear Sir:

Enclosed are the Articles of Incorporation for the above-referenced corporation, together with our check in the amount of \$122.50 to cover the filing fees. Please return the appropriate documents to this office.

Thank you for your assistance in this matter. If there are any questions, please do not hesitate to contact us.

Sincerely yours,

*Deborah E. Eller*

Deborah E. Eller  
Legal Assistant to James E. Moore

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Enclosures

KAN 4-20

**EFFECTIVE DATE**  
4-11-95

**ARTICLES OF INCORPORATION  
OF**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 APR 17 AM 9:59

**DRIFTWOOD MOTEL OF FT. WALTON BEACH, INC.**

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**ARTICLE I - NAME**

The name of this corporation is Driftwood Motel of Ft. Walton Beach, Inc.

**ARTICLE II - DURATION**

This corporation shall have a perpetual existence commencing on the date of signing of the Articles of Incorporation.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of development of motel units and for transacting any or all lawful business as allowed under the laws of Florida.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue one thousand (1000) shares of One Dollar (\$1.00) par value common stock, which shall be designated "common shares".

**ARTICLE V - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - STOCKHOLDER AND CORPORATION OPTION TO PURCHASE STOCK**

In case a stockholder desires to sell his shares of stock he must first offer them for sale to the remaining stockholders, it being the intention to give them a preference in the purchase of such shares, and any attempted sale in violation of this provision is null and void.

If none of the stockholders desire to purchase the shares of stock, the stockholder must then offer the corporation the option to purchase, it being the intention to give the corporation the second preference in the purchase of such shares, and any attempted sale in violation of this provision is null and void.

A stockholder desiring to sell his stock shall file notice in writing of his intention with the secretary of the corporation, stating the terms of sale, and unless his terms are accepted by any or all of the other stockholders within ten (10) days thereafter, then the corporation has five (5) days to exercise its option. If neither the shareholders nor the corporation exercise their option, then they shall be deemed to have waived their privilege of purchasing, and the stockholder will be at liberty to sell to anyone else.

#### **ARTICLE VII - INITIAL PRINCIPAL OFFICE**

The street address and mailing address of the initial principal office of this corporation is 683 Nautilus Court, Fort Walton Beach, Florida 32548.

#### **ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 683 Nautilus Court, Fort Walton Beach, Florida 32548 and the name of the initial registered agent of this corporation at this address is Jim Whitfield.

#### **ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial director of this corporation is:

Jim Whitfield  
683 Nautilus Court  
Fort Walton Beach, Florida 32548

#### **ARTICLE X - INCORPORATORS**

The name and address of the person signing these articles is:

Jim Whitfield  
683 Nautilus Court  
Fort Walton Beach, Florida 32548

#### **ARTICLE XI - BY-LAWS**

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

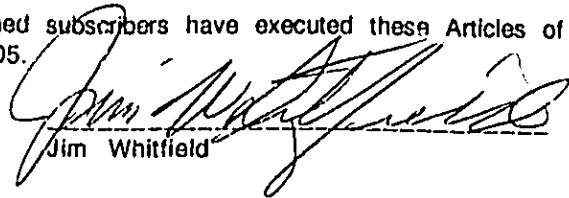
#### **ARTICLE XII - ACTION BY DIRECTORS WITHOUT A MEETING**

The directors of this corporation may take action by written consent, as provided by law.

ARTICLE XIII - AMENDMENT

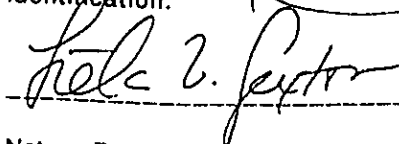
This corporation reserves the right to amend or repeal any amendment hereto, and any right, conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this the 11 day of April, 1995.

  
Jim Whitfield

STATE OF FLORIDA  
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 11 day of April, 1995 by Jim Whitfield who is personally known to me or who has produced \_\_\_\_\_ as identification.

  
Notary Public - State of Florida



TRELA V. SEXTON  
My Comm. Exp. 1/03/99  
Bonded By Service Inc  
No. CC431272

☐ Personally Known ☐ Other I.D.

Stamp:

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First-That Driftwood Motel of Ft. Walton Beach, Inc., desiring to organize under the laws of the State of Florida with its principal office in the city of Fort Walton Beach, Florida, has named Jim Whitfield located at 683 Nautilus Court, Fort Walton Beach, Florida 32548, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

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

Dated this 11 day of April, 1995.

By:

  
Jim Whitfield  
Resident Agent