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BRYANT & HIGBY, CHARTERED
ATTORNEYS AT LAW

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PANAMA CITY, FLORIDA 32402-0860

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ROWLETT W. BRYANT
CLIFFORD C. HIGBY

LYNN C. HIGBY
(904-1992)

March 29, 1995

State of Florida
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32301

Gentlemen:

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-04/26/95--01041--019
****122.50 ****122.50

Please find enclosed Articles of Incorporation for Longpoint Condo Rentals, Inc., a proposed new incorporation. Also enclosed is a Registered Agent's Certificate and our check for the filing fee.

I would appreciate your processing this application through your department and favoring me with a certified copy of the Articles at your earliest convenience.

Should you have any questions or comments, please feel free to call me collect at the number above.

Very truly yours,

Rowlett W. Bryant

Rowlett W. Bryant

RWB/mlw
encls.

Mary Wilson GAVE
AUTHORIZATION BY PHONE TO
CONTACT R/A
DATE 05-2
DOC. EXAM. [Signature]

FILED
95 APR 26 PM 1:55
SECRET
TALLAHASSEE, FLORIDA

*RWB
5-2*

FILED
95 APR 26 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE OF INCORPORATION
OF
LONGPOINT CONDO RENTALS, INC.

THE UNDERSIGNED SUBSCRIBER to these Articles of Incorporation hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is LONGPOINT CONDO RENTALS, INC.

ARTICLE II - NATURE OF BUSINESS

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

ARTICLE III - DURATION

This corporation shall have perpetual existence and shall commence on filing.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of common stock, each having a par value of One Dollar (\$1.00).

**ARTICLE V - INITIAL REGISTERED
OFFICE AND AGENT**

The address of the initial Office of this corporation is 1523 E. Park Road, Panama City, Florida, 32404. The name of the original Registered Agent of this corporation and his address is Rowlett W. Bryant 833 Harrison Avenue, Panama City, FL 32401

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have one 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 names and address of the initial directors of this corporation are:

Melanie Austin

1523 E. Park Road
Panama City, FL 32404

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation are:

Melanie Austin

1523 E. Park Road
Panama City, FL 32404

ARTICLE VIII - PRE-EMPTIVE STOCK RIGHTS

The holders of the common stock of this corporation shall have pre-emptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such shares of the stock of this corporation as may be issued for money or any property or services from time to time, in addition to that stock issued by the corporation. The pre-emptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

IN WITNESS WHEREOF, the undersigned subscriber has set her hand and seal, this 5th day of April, 1995.


Pat D. Gark
Mary Lou Wilson

Melanie Austin
Melanie Austin

STATE OF FLORIDA)
COUNTY OF BAY)

BEFORE ME, the undersigned authority, on this 5th day of April, 1995, personally appeared Melanie Austin, who is personally known to me and who is the person described in and who executed the foregoing Articles of Incorporation, and she acknowledged to and before me that her execution thereof was her free act and deed, for the uses and purposes therein mentioned and expressed.

Mary Lou Wilson
Notary Public
Mary Lou Wilson
Print Notary Name
Notary Commission No. CC374394
Expiration Date: 5-7-1998

 MARY LOU WILSON
MY COMMISSION # CC374394 EXPIRES
May 7, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

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

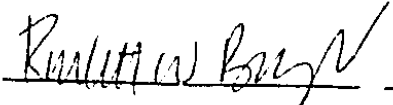
IN PURSUANCE OF Chapter 620.105, Florida Statutes, the following is submitted in compliance with said Act:

First, that LONGPOINT CONDO RENTALS, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1523 E. Park Road, Panama City, Florida 32404, has named Rowlett W. Bryant, located at 833 Harrison Avenue, Panama City, Florida, 32401, as its agent for service of process within this state.

FILED
95 APR 26 PM 1:57
SEC. OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of all statutes relative to keeping open said office and the proper and complete performance of my duties.



Rowlett W. Bryant