

P95 000038294

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302 95
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

RECEIVED
 RE: Deborah Deakin, Inc.
 MAY 15 AM 11:08

DIVISION OF CORPORATION

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 95 MAY 15 PM 1:08

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input checked="" type="checkbox"/> Photocopy		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit	4000894-41873-14	
<input type="checkbox"/> Vehicle Search	-05/15/95-04023-045	
<input type="checkbox"/> Driving Record	*****70-00 *****74-00	
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () pgs.		
SUBTOTALS		

REQUEST TAKEN CONFIRMED APPROVED
 DATE _____
 TIME _____ CK No. _____
 BY [Signature]

WALK-IN 5:15 12PM
 Will Pick Up

dB 5/15/95

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days: 18% per Annum

THANK YOU
 from
 Your Capital Connection

95 MAY 15 PM 1:09

**ARTICLES OF INCORPORATION
OF**

DISCOVER DESTIN, INC.

The undersigned, desiring to form a corporation under Chapter 607, the Florida General Corporation Act, does hereby certify:

Article 1

The name of this corporation (which is hereinafter called the "Corporation") shall be:

Discover Destin, Inc.

and the principal place of business will be Post Office Box 5475, Destin, Florida 32540 and the mailing address is Post Office Box 5475, Destin, Florida 32540.

Article 2

The purpose or purposes for which the Corporation is formed are:

a. To engage in the business of real estate rental management and

b. To transact any other lawful business for which corporations may be incorporated under the Act.

c. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

Article 3

The Corporation shall have perpetual existence.

Article 4

The aggregate number of shares which the Corporation is authorized to issue is 7,500 shares of common stock with a par value of One Dollar per share.

Article 5

The street address of the initial registered office of the Corporation is 743 Highway 98 East, Suite 5, Destin, FL 32541, and the name of the initial registered agent of the Corporation is Robert E. McGill, III, Esquire.

Article 6

The Board of Directors of the Corporation shall conduct the affairs of the Corporation and shall consist of one or more directors, the exact number of which shall be the number of directors from time to time fixed by the Board of Directors or the shareholders in accordance with the Bylaws of the Corporation. The names and addresses of the initial Board of Directors of the Corporation who shall hold office until their successors have been duly elected and qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Ben S. Tepper	P.O. Box 5475 Destin, FL 32540
Kathy Blanton Tepper	P.O. Box 5475 Destin, FL 32540
Max L. Tepper, III	P.O. Box 5475 Destin, FL 32540
Steven Bernard Tepper	P.O. Box 5475 Destin, FL 32540

Article 7

The name and address of each incorporator signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Ben S. Tepper	P.O. Box 5475 Destin, FL 32540

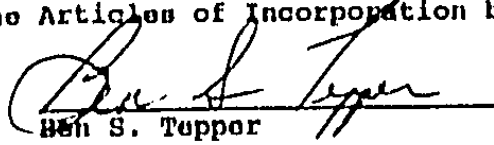
Article 8

Pursuant to Subsection 607.0901(5), Florida Statutes, the Affiliated Transactions provision contained in Section 607.0901, Florida Statutes, shall not apply nor have any application to this corporation.

Article 9

These Articles of Incorporation may be amended in the manner provided by law. Amendments may be proposed by the Board of Directors to the shareholders, and adopted upon the vote of a majority of the shareholders entitled to vote. The shareholders may amend the Articles of incorporation without an act of the Directors, and all of the Directors and all of the shareholders eligible to vote may sign a written statement manifesting their

intention that an amendment to the Articles of Incorporation be adopted.


Ben S. Tupper

Having been named to accept Service of Process for the above stated Corporation, at the place designated in these Articles, 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.

Dated this 9th day of May, 1995.


ROBERT E. MCGILL, III
REGISTERED AGENT

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FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
95 MAY 15 PM 1:09