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TALLAHASSEE, FL 32301

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ACCOUNT NO. 072100000032

REFERENCE : 600435 81013A

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE : May 17, 1995

ORDER TIME : 9:58 AM

ORDER NO. : 600435

CUSTOMER NO: 81013A

CUSTOMER: Nancy Shimet, Legal Assistant
SMITH GRIMSLEY BAUMAN
PINKERTON PETERMAN SAXER WELLS
25 Walter Martin Road

Ft. Walton, FL 32549

DOMESTIC FILING

NAME: PROGRESSIVE REALTY OF THE
EMERALD COAST, INC.

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebrene Randolph

EXAMINER'S INITIALS:

RECEIVED
95 MAY 17 AM 10:45
DIVISION OF CORPORATION

FILED
95 MAY 17 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FL 32301

T. BROWN MAY 17 1995

ARTICLES OF INCORPORATION
OF
PROGRESSIVE REALTY OF THE EMERALD COAST, INC.

FILED
95 MAY 17 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME

The name of this corporation is PROGRESSIVE REALTY OF THE EMERALD COAST, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

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

ARTICLE IV. TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation is 53 Yacht Club #5, Fort Walton Beach, Florida 32548.

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be RICHARD P. PETERMANN, 25 NE Walter Martin Road, Fort Walton Beach, Florida 32548.

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII. BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTORS

The name of the initial directors of this corporation and their street addresses are:

<u>NAME</u>	<u>ADDRESS</u>
Brenda Lomax	53 Yacht Club #5 Ft. Walton Beach, FL 32548
Johnny Lomax	53 Yacht Club #5 Ft. Walton Beach, FL 32548

The persons named as initial directors shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE IX. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

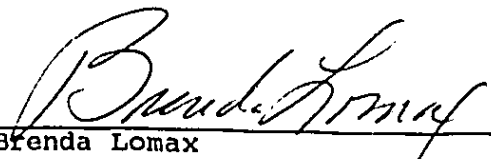
<u>NAME</u>	<u>ADDRESS</u>
Brenda Lomax	53 Yacht Club #5 Ft. Walton Beach, FL 32548

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stockholders entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention

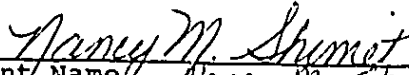
that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 2nd day of May, 1995.


Brenda Lomax

STATE OF FLORIDA
COUNTY OF OKALOOSA

BEFORE ME, a Notary Public personally appeared Brenda Lomax to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation on the 2nd day of May, 1995.


Print Name Nancy M. Shimet
NOTARY PUBLIC



ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.


RICHARD P. PETERMANN
25 NE Walter Martin Road
Fort Walton Beach, FL 32548

P95-000039129

APPLICATION FOR REFUND

Section 215.26, Florida Statutes, states in part: "Applications for refunds as provided in this section shall be filed with the Comptroller, except as otherwise provided herein, within 3 years after the right to such refund shall have accrued else such right shall be barred." Three years is generally interpreted as meaning three years from the date of payment into the State treasury. The Comptroller has delegated the authority to accept applications for refund to the unit of State government which initially collected the money.

Pursuant to the provisions of Rule 3A-44.027, Florida Administrative Code, and Section 215.26, Florida Statutes, or Section _____, Florida Statutes, I hereby apply for a refund of moneys I paid into the State treasury, which are subject to refund. The following information is submitted to substantiate the claim.

Name: Progressive Realty of Emerald Coast EIN or SS#: _____

Address: 151 Regions Way, Suite 4-A
Destin, FL 32541

Amount: \$150.00 Date Paid _____

Reason for claim: P95000039129 - clerical error

Certified true and correct this 28 day of August, 19 96:

Signature: [Signature] OWNER PRO-BROKER

* Must be completed if authority is other than Section 215.26, Florida Statutes.

For Agency Use Only	
Agency recommends approval of above claim and submits the following information to substantiate the claim.	
Amount of recommended refund \$	150.00
The amount requested above was originally deposited into the State Treasury as a part of the funds deposited on	
State Treasurer's Receipt No. <u>0139-041</u> dated <u>7/8/96</u>	
Name of Account	
45202130001453000000000010000	
Statutory Authority for Collection	
607	
It is requested that payment be made from the following account	
NAME OF ACCOUNT	
452021300014530000000022002000	
Certified true and correct this _____ day of _____, 19 _____	
Department of State, Division of Corporations	
(Agency)	(Authorized Signature and Title)