



1204 HAYS STREET
TALLAHASSEE, FL 32304
800-342-8081
P4500042695

ACCOUNT NO. : 072100000051

REFERENCE : 608138 9964A

AUTHORIZATION : *Patricia Pizito*

COST LIMIT : \$ 70.00

ORDER DATE : June 1, 1995

ORDER TIME : 11:04 AM

ORDER NO. : 608138

CUSTOMER NO: 9964A

000001508640

CUSTOMER: Gregory C. Yadley
SHUMAKER LOOP & KENDRICK

Barnett Plaza, Suite 2500
101 East Kennedy Boulevard
Tampa, FL 33602

DOMESTIC FILING

NAME: WATERSIDE DEVELOPMENT CORP.

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

T. BROWN JUN - 1 1995

FILED
95 JUN - 1 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
WATERSIDE DEVELOPMENT CORP.

FILED
95 JUN -1 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I
NAME

The name of the Corporation is WATERSIDE DEVELOPMENT CORP.

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the Corporation's principal office is 52 North Barfield, Marco Island, Florida 33937, and the mailing address of the Corporation is P.O. Box 152, Marco Island, Florida 33969.

ARTICLE III
PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of Florida.

ARTICLE IV
CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of common stock, One Cent (\$0.01) par value per share.

ARTICLE V
INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation and the street address of the initial registered office of the Corporation are as follows:

Gregory C. Yadley
101 E. Kennedy Blvd., Suite 2500
Tampa, Florida 33602

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The Corporation shall have initially one director to hold office until the first annual meeting of shareholders and until his successor shall have been elected and qualified, or until his

earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation are:

Edward P. Obrenski
52 North Barfield
Marco Island, Florida 33937

ARTICLE VII
INCORPORATOR

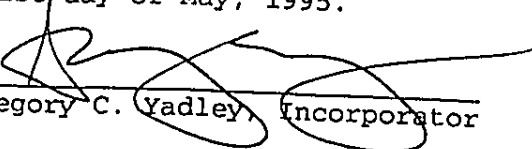
The name and address of the person signing these Articles as Incorporator are.

Gregory C. Yadley
101 E. Kennedy Blvd., Suite 2500
Tampa, Florida 33602

ARTICLE VIII
INDEMNIFICATION

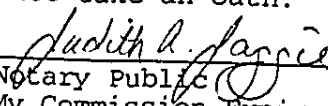
The Corporation shall indemnify any person who is or was a Director, Officer, employee, or agent of the Corporation or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, to the fullest extent permitted by law.

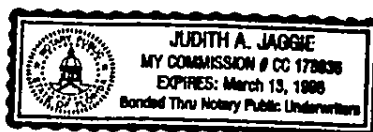
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 31st day of May, 1995.


Gregory C. Yadley, Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 31st day of May, 1995, by Gregory C. Yadley, an individual, who is personally known to me and did not take an oath.


Notary Public
My Commission Expires:



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

95 FILED
JUN -1 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FL 32304

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is WATERSIDE DEVELOPMENT CORP.
2. The name and address of the registered agent and office are:

Gregory C. Yadley
101 E. Kennedy Blvd., Suite 2500
Tampa, Florida 33602

SIGNATURE

TITLE: Incorporator

DATE: May 31, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

DATE: May 31, 1995