ATTORIEY AT LAW? 5 COLO DARTH 19346

June 12, 1995

400 SOUTH SHORE DRIVE DESTIN, FL 32541 (904) 654-1171 FAX (904) 654-4034

Florida Department of State Division of Corporations New Filing Section 409 E. Gaines Street Tallahassee, FL 32399

200001520932 -06/22/95--01079--008 ****122.50 ****122.50

RE: Waterside Companies, Inc.

To Whom It May Concern:

Enclosed are the original Articles of Incorporation for Waterside Companies, Inc., together with my acceptance as Registered Agent. Also enclosed is a check in the amount of \$122.50 to cover the costs of incorporation. Feel free to call me if you have any questions.

Sincerely,

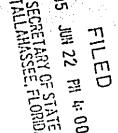
James C. Barth

JCB:cab

Enclosures

FILED
95 JUN 22 PH 4: 90
SECRETARY OF STATE
FALLAHASSEE, FLORIDA

Wil



ARTICLES OF INCORPORATION

OF

WATERSIDE COMPANIES, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is Waterside Companies, Inc.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose is to provide professional building construction, design (structures and interiors), development, remodeling, and financing services to individuals and corporations seeking new residential and commercial facilities and/or to engage in any business as permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The corporation shall have authority to issue Five Hundred Thousand (500,000) shares of common stock, all of one class, One Dollar (\$1.00) par value.

ARTICLE V

The address of its principal office is 4680 Old Highway 98, Destin, Florida 32541.

ARTICLE VI

The address of its initial Registered Office is 400 South Shore Drive, Destin, Florida 32541, and the name of its initial Registered Agent at said address is James C. Barth.

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

James C. Barth

ARTICLE VII

The number of directors constituting its initial Board of Directors is three, whose names and addresses are:

Frederick William "Rick" Burger 4680 Old Highway 98 Destin, Florida 32541 President/CEO

Harold Van Den Elzen Post Office Box 8 Luck, Wisconsin 54853 Vice President

John Burger 1475 Terrace View Lane North Plymouth, Minnesota 55447-2407 Secretary/Treasurer

ARTICLE VIII

The name and address of the incorporator is:

Frederick William "Rick" Burger

4680 Old Highway 98 Destin, Florida 3254

Signature of Incorporator

Dated: 6/15

1995

STATE OF FLORIDA COUNTY OF WALTON

BEFORE ME the undersigned authority, personally appeared FREDERICK WILLIAM "RICK" BURGER, who produced-Il dentes have as identification and who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, at Destin, Walton County, Florida, this 1542 day of 1995.

Notary Public, State of Florida

JUAN P LAYARD My Comm Exp. 7/16/96 Bonded By Service Ins No. CC21590B

| | Personally Known

A TOPOEY AT AW BATTA CALETT JA 15 C. BARTH, FSC D HID BRAND PLATE SQ. (FLA., M.Y., D.C.) BATTA CALETT SO SALL., DRE U DESTIN J. 324 (904) 4-117 FAX (90) 654-46

Florida Department of State Division of Corporations New Filing Section 409 E. Gaines Street Tallahassee, FL 32399

> RE: Waterside Companies, Inc. Change of address

To Whom It May Concern:

Please be advised that the address for Waterside Companies, Inc. has changed from 4680 Old Highway 98, Destin, Florida 32541 to:

Waterside Companies, Inc. 4449 Luke Avenue
Destin, Florida 32541

Please change your records to reflect this information. If you have any questions, please do not hesitate to call my office. Thank you for your assistance.

Sincerely,

James C. Barth

JCB:cab

Up dated LK 3/18/96