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June 20, 1995

FILED
JUN 23 AM 9:59
TALLAHASSEE, FLORIDA
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Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32301

Re: Articles of Incorporation
Ruby Beach Realty, Inc.

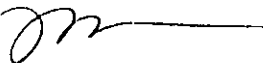
Gentlemen:

Enclosed for filing in your office are the original and one copy of the Articles of Incorporation for the referenced not for profit corporation and the Certificate designating the registered agent therefor.

We have also enclosed our check number 20222 in the sum of \$122.50 for the cost of filing. As soon as the Articles have been filed, please return a certified copy of same to our office in the enclosed stamped, pre-addressed envelope.

Thank you for your assistance. Should you need any further information, please do not hesitate to contact this office.

Very truly yours,


John B. Moss

JBM/cg
Enclosures

BROWN JUN 28 1995

ARTICLES OF INCORPORATION
OF
RUBY BEACH REALTY, INC.

FILED
JUN 23 AM 9:59
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of this Corporation is Ruby Beach Realty, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address of this corporation shall be: 543 Atlantic Boulevard, Atlantic Beach, Florida 32233.

ARTICLE III - DURATION

This corporation shall commence business upon the filing of these Articles of Incorporation in the Office of the Secretary of State, State of Florida, and thereafter shall exist perpetually.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Corporation's initial registered office is 543 Atlantic Boulevard, Atlantic Beach, Florida 32233, and the name of the Corporation's initial registered agent at that address is Richard J. Sabol.

ARTICLE VI - INCORPORATOR

The name and address of the person signing these articles is:

Richard J. Sabol
543 Atlantic Boulevard
Atlantic Beach, Florida 32233

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) 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 (1).

The name and address of the initial director of the corporation is:

Richard J. Sabol
543 Atlantic Boulevard
Atlantic Beach, Florida 32233

ARTICLE VIII - PURPOSE

The purpose of this Corporation is:

- (a) To engage in the business of the purchase and sale of real estate and the doing of any and all things related thereto.
- (b) The ownership, purchase, sale, mortgage or pledge, and the dealing in and with all kinds and manner of property, whether real, personal, tangible or intangible.
- (c) The transaction of any and all other lawful business for which corporations may be incorporated and the doing of all lawful things related thereto.

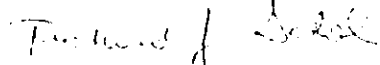
ARTICLE IX- RESTRAINT ON TRANSFER OF SHARES

The shareholders may, by agreement, impose any reasonable restraint on the transfer or alienation of shares.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 01 day of June, 1995.



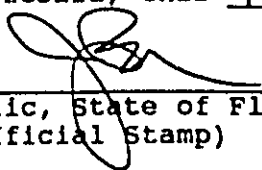
RICHARD J. SABOL, Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared

Richard J. Sabol, who executed the foregoing Articles of Incorporation, and who is personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 11 day of June, 1995.



Notary Public, State of Florida
(Official Stamp)



JOHN B. MOSS
MY COMMISSION # CC250152 EXPIRES
January 28, 1997
BONDED THRU TROY FARM INSURANCE, INC.

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

In pursuant of Chapter 48.091, Florida Statutes, the following
is submitted in compliance with said Act:

First - Ruby Beach Realty, Inc., desiring to organize under
the laws of the State of Florida, with its principal office as
indicated in the Articles of Incorporation at 543 Atlantic
Boulevard, Atlantic Beach, Florida 32233, County of Duval, State of
Florida, has named Richard J. Sabol, 543 Atlantic Boulevard, County
of Duval, State of Florida, as its agent to accept service of
process within this State.

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 said Act relative to keeping open said office.

Richard J. Sabol
Richard J. Sabol, Registered Agent

65 JUN 23 11 05 AM