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MCCLURE AND WHITEMAN

ATTORNEYS AT LAW

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ST. AUGUSTINE, FLORIDA 32085-3504

GEORGE M. MCCLURE  
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July 27, 1995

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-07/31/95--01069--011  
\*\*\*\*122.50 \*\*\*\*122.50

Secretary of State  
Corporate Division  
P.O. Box 6327  
Tallahassee, FL 32301

File: 7116.2

Re: BEACH BOULEVARD PROPERTIES, INC.

Gentlemen:


Enclosed herewith please find an original and one copy of Articles of Incorporation for the above-named corporation, together with our office check in the amount of \$122.50 to cover the fees as follows:

Filing Fees	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	<u>35.00</u>

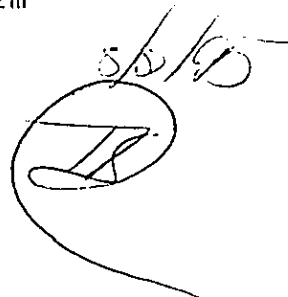
\$ 122.50

Please file the original of the Articles and return the certified copy to this office. If you have any questions, please do not hesitate to call. Thank you.

Very truly yours,

  
George M. McClure,  
For the Firm

GMM:mld  
enclosures

5/8/95  


ARTICLES OF INCORPORATION

OF

BEACH BOULEVARD PROPERTIES, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name and Address. The name of the Corporation is: BEACH BOULEVARD PROPERTIES, INC. and its address is: 647 AIA Beach Boulevard, St. Augustine Beach, Florida 32084.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 647 AIA Beach Boulevard, St. Augustine Beach, FL 32084, and the

name of its initial Registered Agent at that address in FRANK O'ROURKE.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is three (3). The number of Directors may be increased or decreased from time to time in accordance with the By-laws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

Frank O'Rourke  
8 C Street  
St. Augustine Beach, FL 32084

KAREN A. RATHMELL  
7337 AIA South  
St. Augustine, FL 32084

LANCE S. CLARK  
7337 AIA South  
St. Augustine, FL 32084

Article 7. Incorporators. The name and address of each Incorporator is as follows:

Frank O'Rourke  
8 C Street  
St. Augustine Beach, FL 32084

KAREN A. RATHMELL  
7337 AIA South  
St. Augustine, FL 32084

LANCE S. CLARK  
7337 AIA South  
St. Augustine, FL 32084

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these  
Articles of Incorporation on this 27 day of July,  
1995.

Frank O'Rourke  
Frank O'Rourke

Karen A. Rathmell  
Karen A. Rathmell

Lance S. Clark  
Lance S. Clark

STATE OF FLORIDA  
COUNTY OF ST. JOHNS

THE FOREGOING instrument was acknowledged before me this  
27 day of July, 1995, by FRANK O'ROURKE, and who:  
(notary must check applicable box)

   is personally known to me.  
   produced current driver's license(s) as identification.  
   produced    as  
identification.



SUSAN J. PEACOCK  
NOTARY PUBLIC, STATE OF FLORIDA  
MY COMMISSION EXPIRES June 19, 1999  
Comm. No. CC474182

Susan J. Peacock  
Signature of Notary  
SUSAN J. PEACOCK  
(Name of Notary Typed, Printed or Stamped)  
Commission Number: June 19, 1999  
My Commission Expires: CC-474182

STATE OF FLORIDA  
COUNTY OF ST. JOHNS

THE FOREGOING instrument was acknowledged before me this  
27 day of July, 1995, by KAREN A. RATHMELL, and who:  
(Notary must check applicable box)

   is personally known to me.  
   produced current driver's license(s) as identification.  
   produced    as  
identification.



SUSAN J. PEACOCK  
NOTARY PUBLIC, STATE OF FLORIDA  
MY COMMISSION EXPIRES June 19, 1999  
Comm. No. CC474182

Susan J. Peacock  
Signature of Notary  
SUSAN J. PEACOCK  
(Name of Notary Typed, Printed or Stamped)  
My Commission Expires: June 19, 1999  
Commission Number: CC-474182

STATE OF FLORIDA  
COUNTY OF ST. JOHNS

THE FOREGOING instrument was acknowledged before me this  
27 day of July, 1995, by LANCE S. CLARK, and who:

(Notary must check applicable box)

X is personally known to me,  
X produced current driver's license(s) as identification.  
       produced        as  
       identification.



SUSAN J. PEACOCK  
NOTARY PUBLIC, STATE OF FLORIDA  
MY COMMISSION EXPIRES June 19, 1999  
Comm. No. 00474182

Susan J. Peacock  
Signature of Notary  
SUSAN J. PEACOCK  
(Name of Notary Typed, Printed or Stamped)  
My Commission Expires: June 19, 1999  
Commission Number: 00474182

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as  
Registered Agent of BEACH BOULEVARD PROPERTIES, INC., which is  
contained in the foregoing Articles of Incorporation.

DATED this 27 day of July, 1995.

Frank O'Rourke  
FRANK O'ROURKE, Registered Agent