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*ALSO ADMITTED IN MISSISSIPPI
BOARD CERTIFIED CIVIL TRIAL LAWYER
**ALSO ADMITTED IN LOUISIANA
***ADMITTED ONLY IN TEXAS
****ALSO ADMITTED IN GEORGIA

July 31, 1995

Division of Corporations
Secretary of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: Windancer Corporation
Our File No.: W188-5734

Gentlemen:

Enclosed please find the original plus one (1) copy of the Articles of Incorporation for the above-captioned corporation.

Additionally, please find enclosed our firm's check in the amount of \$122.50 which covers the following costs:

1. Filing Fee for Articles of Incorporation	\$ 35.00
2. Certified Copy of Articles of Incorporation	\$ 52.50
3. Filing Fee for Registered Agent	\$ 35.00
	<u>\$122.50</u>

Should you have any questions or need further clarification regarding the above, please feel free to call our office at your convenience.

Thanking you for your cooperation, I remain

Very truly yours,

Les W. Burke

Les W. Burke

LWB/mb
Encl.

cc: Freddie Schinz (W/Encl.)

ARTICLES OF INCORPORATION
OF
WINDANCER CORPORATION

The undersigned hereby makes, subscribes, acknowledges, and files this certificate for the purpose of becoming a corporation for profit under the laws of the State of Florida.

1. Name. The name of this corporation (the "Corporation") shall be:

WINDANCER CORPORATION

2. Purpose. This Corporation may engage in any activity or business permitted under the laws of the United States and of this State.

3. Stock. The capital stock of this Corporation shall consist of Seven Thousand Five Hundred (7,500) shares of common stock having a par value of One Dollar (\$1.00) per share.

4. Term. This Corporation shall have a perpetual existence.

5. Address. The initial street address of the principal office of this Corporation is 1018 East Highway 98, Destin, Florida 32549, and Les W. Burke, 221 McKenzie Avenue, Panama City, Florida 32401, is hereby designated as resident agent for this Corporation.

6. Existence. The date when the corporate existence of this Corporation shall begin is at the time of subscription and acknowledgement of these Articles of Incorporation, that is July 31, 1995.

7. Number of Directors. This Corporation shall initially have two (2) directors, but the By-Laws of this Corporation may

provide for such increase in the number thereof as is authorized by law.

8. Directors. The name and street address of the first Board of Directors is as follows:

<u>Name</u>	<u>Street Address</u>
F. W. (Freddie) Schinz	1018 East Highway 98 Destin, FL 32549
Sharon M. Schinz	1018 East Highway 98 Destin, FL 32549

9. Subscriber. The name and street address of the subscriber to this Certificate of Incorporation is as follows:

<u>Name</u>	<u>Street Address</u>
Les W. Burke	221 McKenzie Avenue Panama City, FL 32401

10. Officers. The officers of this Corporation shall be a President and Secretary and such other offices or agents as may be deemed necessary. All officers, agents or employees as may be necessary shall be chosen in such a manner, hold offices for such time, and have such power and duties as may be prescribed by the By-Laws or determined by the Board of Directors. Any person may hold two (2) or more offices.

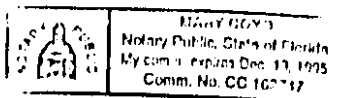
IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set my hand and seal this 31st day of July, 1995, for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make and file in the office of the Secretary of State of the State of Florida this Certificate of Incorporation and certify that the facts herein stated are true.


LES W. BURKE

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 31st
day of July, 1995, by Lou W. Burke who is personally known to me.

My Commission Expires:



Mary Boyd
Notary Public

MARY BOYD

Printed Name of Notary

00160171
Commission Number

(Notary Seal)

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

In pursuance of Chapter 48.901, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that WINDANCER CORPORATION desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at City of Destin, County of Okaloosa, State of Florida, has named Les W. Burke, located at 221 McKenzie Avenue, Panama City, County of Bay, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept the Act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



LES W. BURKE

(Resident Agent)

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WE ARE MOVING!

Our new address will be:

**1971 HIGHWAY 98 EAST
DESTIN, FL 32541**

This change includes the following companies:

**TIFORP DEVELOPMENT CORPORATION
TIFORP CORPORATION
SILVER SHELLS CORPORATION
JADE EAST TOWERS DEVELOPERS
JADE EAST TOWERS INCORPORATED
WINDANCER CORPORATION
F.W. SCHINZ CONSTRUCTION
KRYSTLE SANDS CORPORATION
VILLAS @ CLUB CARIBE CORPORATION
KRYSTAL DUNES INCORPORATED
PARKWAY PAVILION INCORPORATED**

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