

1201 HAYS STREET
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DIVISION OF CORPORATION

ACCOUNT NO. 7210000002

REFERENCE : 802482 137473A

AUTHORIZATION :

COST LIMIT : * 70.00

Patricia Pyjot

ORDER DATE : January 15, 1996

ORDER TIME : 11:49 AM

ORDER NO. : 802482

400001689124

CUSTOMER NO: 137473A

CUSTOMER: Ms. Carolanne Rios
HALL & RUNNELS

Suite 106
1234 Airport Road
Destin, FL 32541

EFFECTIVE DATE
JAN 11 1996

DOMESTIC FILING

NAME: FLORIDA COASTAL DEVELOPMENT
CONSULTING, INC.

FILED
96 JAN 16 AM 8:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

T. BROWN JAN 18 1996

~~W96-1137~~

~~405~~



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 16, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

Must have original data of
file

SUBJECT: FLORIDA COASTAL DEVELOPMENT CONSULTING, INC.
Ref. Number: W96000001137

We have received your document for FLORIDA COASTAL DEVELOPMENT CONSULTING, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call 904/487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 896A00001942

REC
JAN 17 1996
DIVISION OF CORPORATIONS

EFFECTIVE DATE

JAN 11 1996

ARTICLES OF INCORPORATION
OF
FLORIDA COASTAL DEVELOPMENT CONSULTING, INC.

FILED
96 JAN 16 AM 8:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, do hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is Florida Coastal Development Consulting, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on January 11, 1996.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all acts authorized by the general laws of the State of Florida regardless of said principal purpose.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 1234 Airport Road, Suite 106, Destin, Florida 32541, and the name of the initial registered agent of this corporation at that address is Steven K. Hall.

ARTICLE VII - INITIAL OFFICERS

The name and address of the President and Secretary/Treasurer is Ong-In Shin at Suite 203, 35008 Emerald Coast Parkway, Destin, FL 32541.

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Shareholders.

ARTICLE IX - SHARES OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite their names:

ONG-IN SHIN

100 SHARES

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

ARTICLE XII - MANAGEMENT OF CORPORATION AFFAIRS

The business of this corporation shall be managed by its stockholders rather than by a Board of Directors. In the management of the business of the corporation, the act of the stockholders representing a majority of the outstanding share of the corporation entitled to vote, represented in person or proxy, shall be the act of the stockholders. Each stockholder shall be entitled to one (1) vote in person or by proxy for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, present in

person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

ARTICLE XIII - RESTRICTION OF TRANSFERABILITY OF STOCK

The shares of the capital stock of this corporation shall be issued initially as set forth in Article X. The shares held by the shareholders of this corporation may not be resold or otherwise transferred to any other person unless such shares are first offered to the remaining shareholders of the corporation or to the corporation. The price and terms of which, and the time within which such shares may be offered and sold shall be further specified in the By-Laws of this corporation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation, this 4th day of January, 1996.

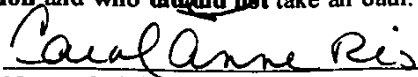

ONG-IN SHIN

I, STEVEN K. HALL, hereby am familiar with and accept the duties and responsibilities as registered agent for


STEVEN K. HALL
Registered Agent

STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 4th day of January, 1996 by ONG-IN SHIN, of FLORIDA COASTAL DEVELOPMENT CONSULTING, INC., at Destin, Florida, on behalf of the corporation. He is personally known to me or has produced _____ as identification and who ~~did~~ did not take an oath.


Notary Public
My Commission Expires:

