

P96000007512

**BURKE & BLUM, P.A.**  
ATTORNEYS AND COUNSELLORS AT LAW

901 McKENNIN AVENUE  
POST OFFICE BOX 70

PANAMA CITY, FLORIDA 32409  
TELEPHONE (904) 760-1414  
TELECOPIER (904) 764-0057

LES W. BURKE  
RON BLUM, JR.  
NEVIN J. ZIMMERMAN  
EDMUND D. QUINTERA\*  
HOWARD A. HUTCHINSON, JR.  
TIMOTHY M. WANNEN\*\*  
DAVID M. NOLL  
ELIZABETH J. WALLACE  
SHIRLEY L. DENTON  
A. DEYAN BRADSHAW, J.D., CLERKING AGENT\*\*\*

DENTON OFFICE:  
BUILDING 1, SUITE 11  
101 BRIDGEMAN WAY  
DENTON, FLORIDA 32601  
TELEPHONE (904) 884-0000  
TELECOPIER (904) 884-0000

\*ALSO ADMITTED IN MISSISSIPPI  
BOARD CERTIFIED CIVIL TRIAL LAWYER  
\*\*ALSO ADMITTED IN LOUISIANA  
\*\*\*ADMITTED ONLY IN TEXAS (NOT FLORIDA)

January 18, 1996

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

Re: Tranquility on the Beach Corporation  
Our File No.: T111-6111

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

RB/gm  
Encl.

cc: Freddie Schinz (w/Encl.)

FILED  
96 JAN 22 PM 2:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

500001694795  
-01/22/96--01064--001  
\*\*\*\*122.50 \*\*\*\*122.50

*RB*  
*1-24-96*

ARTICLES OF INCORPORATION

OF

TRANQUILITY ON THE BEACH CORPORATION

FILED

96 JAN 22 PM 2:07

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby make, subscribe, acknowledge, and file 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:

TRANQUILITY ON THE BEACH 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 E. Highway 98, Destin, Florida 32541, and Les W. Burke, 221 McKenzie Avenue, Panama City, Florida 32401, is hereby designated as resident agent for this Corporation.

6. Number of Directors. This Corporation shall initially have one (1) director, but the By-Laws of this Corporation may provide for such increase in the number thereof as is authorized by law.

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

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

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

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

9. 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 18th day of January, 1996, 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 18th day of January, 1996, by Len W. Burke, who is personally known to me or who has produced a Florida Driver's License as identification and who did take an oath.

My Commission Expires: Oct. 17, 1999

Ashley L. Williams  
Notary Public

ASHLEY L. WILLIAMS  
Printed Name of Notary

CC 502596  
Commission Number

(Notary Seal)  
ASHLEY L. WILLIAMS  
Notary Public - State of Florida  
My Commission Expires Oct. 17, 1999  
Commission No. CC 502596

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

FILED

JAN 22 PM 2:07

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

FIRST, that TRANQUILITY ON THE BEACH 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)

P96000007512

**BURKE & BLUE, P.A.**  
ATTORNEYS AND COUNSELLORS AT LAW

501 McKENNA AVENUE  
PORT OFFICE BOX 70

PANAMA CITY, FLORIDA 32408

TELEPHONE (904) 700-1414  
TELESCOPE (904) 704-0007

February 23, 1996

LEE W. BURKE  
ROB BLUE, JR.  
Nevin J. Zimmerman  
EDMUND D. QUINTANA\*  
EDWARD A. HUTCHINSON, JR.  
TIMOTHY M. WARRNER\*\*  
DAVID M. NOLL  
ELIZABETH J. WATKINS  
SHIRLEY L. DENTON  
A. Delyn DRAMMON, J.D., CLERKING AGENT\*\*\*

DENTON OFFICE  
BUILDING 1, SUITE B  
101 HUTTON WAY  
DENTON, FLORIDA 32601  
TELEPHONE (904) 654-0888  
TELESCOPE (904) 654-0880

\*ALSO ADMITTED IN MISSISSIPPI  
BOARD CERTIFIED CIVIL TRIAL LAWYER  
\*\*ALSO ADMITTED IN LOUISIANA  
\*\*\*ADMITTED ONLY IN TEXAS (NOT FLORIDA)

Florida Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

2/26  
500001724505  
-02/27/96--01009--018  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: Tranquility On The Beach Corporation  
Your Re. No.: P96000007512  
Our File No.: T111-6111

Dear Division:

Please find enclosed a copy of the Certificate of Amendment of the Articles of Incorporation for Tranquility On The Beach Corporation, along with this firm's check in the amount of \$35.00 for the filing of same.

Sincerely,

BURKE & BLUE, P.A.

Jo  
Jo Faucheux  
Legal Assistant to  
Rob Blue, Jr., Esq.

/jff  
Enclosure

Cor gone ✓  
Jude

00789,00624, 00671

FILED  
96 MAR -7 AM 11:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**BURKE & BLUE, P.A.**  
**ATTORNEYS AND COUNSELLORS AT LAW**

901 McKENZIE AVENUE  
POST OFFICE BOX 70

PANAMA CITY, FLORIDA 32402

TELEPHONE (904) 766-1414

TELESCOPE (904) 764-0857

February 19, 1996

LEE W. BURKE  
ROD BLUE, JR.  
NIVEN J. ZIMMERMAN  
EDMUND D. QUINTANA\*  
EDWARD A. HUTCHINSON, JR.  
TIMOTHY M. WANNEN\*\*  
DAVID M. NOLL  
ELIZABETH J. WALTON  
MYRTLE L. DENTON  
A. DREW DRAHMAN, (J.D.), CLERKING AGENT\*\*\*

DENTON OFFICE  
BUILDING 1, SUITE B  
151 REDDING WAY  
DENTON, FLORIDA 33541  
TELEPHONE (904) 884-0000  
TELESCOPE (904) 884-0000

\*ALSO ADMITTED IN MISSISSIPPI  
BOARD CERTIFIED CIVIL TRIAL LAWYER  
\*\*ALSO ADMITTED IN LOUISIANA  
\*\*\*ADMITTED ONLY IN TEXAS (NOT FLORIDA)

Florida Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Tranquility On The Beach Corporation  
Your Re. No.: P96000007512  
Our File No.: T111-6111

Dear Division:

Please find enclosed the Certificate of Amendment of the Articles of Incorporation of Tranquility On The Beach Corporation.

I would appreciate your filing the Amendment and returning a certified copy to me.

Sincerely,

BURKE & BLUE, P.A.

Jo Faucheux  
Legal Assistant to  
Rob Blue, Jr., Esq.

/jff  
Enclosure(s)

RECEIVED

96 FEB 20 AM 8:36

DIVISION OF CORPORATIONS

1096000064074

565  
\*-1055, 1071, 612\*



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

**February 22, 1996**

**Jo Fauchaux  
% Burke & Burke, P.A.  
Post Office Box 70  
Panama City, FL 32402**

**SUBJECT: TRANQUILITY ON THE BEACH CORPORATION**  
**Ref. Number: P96000007512**

**This will acknowledge receipt of your correspondence which is being returned for the following reason(s):**

**Please entitle your document Articles of Amendment.**

**The fee to file articles of amendment is \$35. For each certified copy requested, please add an additional \$52.50.**

**If you have any questions concerning the filing of your document, please call (904) 487-6910.**

**Louise Flemming-Jackson  
Corporate Specialist Supervisor**

**Letter Number: 596A00007854**



FLORIDA DEPARTMENT OF STATE

Sandra B. Morham  
Secretary of State

March 4, 1996

JO FAUCHEUX  
BURKE & BLUE, P.A.  
P.O. BOX 70  
PANAMA CITY, FL 32402

SUBJECT: TRANQUILITY ON THE BEACH CORPORATION  
Ref. Number: P96000007512

We have received your document for TRANQUILITY ON THE BEACH CORPORATION and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must include original signatures.

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) 487-6902.

Linda Stitt  
Corporate Specialist

Letter Number: 296A00009453

**BURKE & BLUE, P.A.**  
**ATTORNEYS AND COUNSELLORS AT LAW**

221 McKENZIE AVENUE  
PORT OFFICE BOX 70

PANAMA CITY, FLORIDA 32402  
TELEPHONE (904) 760-1414  
TELECOPIER (904) 764-0857

March 6, 1996

LEE W. BURKE  
BOB BLUE, JR.  
NEVIN J. ZIMMERMAN  
EDMOND D. QUINTANA\*  
EDWARD A. HUTCHINSON, JR.  
TIMOTHY M. WANNER\*\*  
DAVID M. NOLL  
ELIZABETH J. WALKER  
NORMAN L. DENTON  
A. DAVID DEARMON, J.D., CLONING AGENT\*\*\*

DENTON OFFICE  
BUILDING 1, NORTH B  
151 BROOKS WAY  
DENTON, FLORIDA 32641  
TELEPHONE (904) 854-0800  
TELECOPIER (904) 854-0800

\*ALSO ADMITTED IN MISSISSIPPI  
BOARD CERTIFIED CIVIL TRIAL LAWYER  
\*\*ALSO ADMITTED IN LOUISIANA  
\*\*\*ADMITTED ONLY IN TEXAS (NOT FLORIDA)

Florida Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

ATTN: Linda Stitt


RE: Tranquility On The Beach Corporation  
Your Re. No.: P96000007512  
Our File No.: T111-6111

Dear Ms. Stitt:

Please find enclosed the original Certificate of Amendment of the Articles of Incorporation for Tranquility On The Beach Corporation, along with a copy of your letter dated March 4, 1996.

Sincerely,

BURKE & BLUE, P.A.

  
Jo Faucheux  
Legal Assistant to  
Rob Blue, Jr., Esq.

/jff  
Enclosure

Certificate of Amendment  
of the Articles of Incorporation  
of  
**Tranquility On The Beach Corporation**

FILED  
26 MAR -7 AM 11:23

In accordance with the provisions of Chapters 607.1001(1) and 607.1002(8)-profit, of the Florida Statutes (the "Act"), the undersigned President of **Tranquility On The Beach Corporation**, a corporation organized and existing under the laws of the State of Florida, by Articles of Incorporation filed with the Secretary of State on January 22, 1996, does hereby certify as follows:

FIRST: In accordance with the provisions described in "SECOND" below, the Articles of Incorporation of **Tranquility On The Beach Corporation**, as filed in the office of the Secretary of State, State of Florida, on January 22, 1996, shall, upon the proper filing and recording of this certificate, be amended, but only in the following respects, viz:

Paragraph No. 1 of said Articles of Incorporation is hereby amended so as to substitute in the place of the corporate name of **Tranquility On The Beach Corporation** when the name appears therein, the corporate name:

**Tranquillity On The Beach Corporation**

SECOND: The foregoing amendment to the Articles of Incorporation of **Tranquility On The Beach Corporation**, has been adopted in accordance with the provisions of the Act, that is to say:

- (a) At a Special Joint Meeting of the Board of Directors and Stockholders of **Tranquility On The Beach Corporation**, held on February 5, 1996 at 10:00 a.m., notice of which was duly given to each Director of the corporation, the Board of Directors of the corporation declared the foregoing amendment was desirable and adopted the following resolution:

RESOLVED, that the Articles of Incorporation of the corporation known as **Tranquility On The Beach Corporation**, recorded in the office of the Secretary of state be, and the same hereby are, amended so as to change the corporate name of this corporation from **Tranquility On The Beach Corporation** to **Tranquillity On The Beach Corporation** and Paragraph No. 1 of said Articles of Incorporation is hereby amended so as to substitute in the place of the corporate name of **Tranquility On The Beach Corporation** where the name appears therein, the corporate name **Tranquillity On The Beach Corporation**, and wherever else said name appears in said Articles of Incorporation.

- (b) The foregoing amendment was duly submitted to the stockholders of the corporation by the Board of Directors at the Special Joint Meeting on February 5, 1996 at 10:00 a.m., notice of said meeting having been duly given to each stockholder of record of the corporation entitled to vote at such meeting.
- (c) At such Special Joint Meeting of the Board of Directors and Stockholders the foregoing amendment and resolution was unanimously adopted by all stockholders present and entitled to vote thereon.
- (d) Each member of the Board of Directors and each stockholder of the corporation has signified his consent to the foregoing amendment by placing his/her signature immediately hereafter, each such signature being attested by two (2) witnesses:

WITNESSES:

Ashley L. Williams  
Ed Fauschney

Les W. Burke  
Les W. Burke, Director

WITNESSES:

Marjorie Matthews  
Monette Lewinski

Fred W. Schinz  
Fred W. Schinz, Director and Stockholder

WITNESSES:

Marjorie Matthews  
Monette Lewinski

Sharon M. Schinz  
Sharon M. Schinz, Director and Stockholder

- (e) And thereafter, the President of said corporation caused this certificate to be prepared and has executed the same in accordance with provisions of the Act.

IN WITNESS WHEREOF, the undersigned President of **Tranquility On The Beach Corporation**, has caused this Certificate of Amendment of the Articles of Incorporation to be executed under the seal of the corporation on this 14th day of February, 1996.

Fred W. Schinz  
Fred W. Schinz, President

Attest:

Sharon M. Schinz  
Sharon M. Schinz, Secretary

[CORPORATE SEAL]

STATE OF FLORIDA  
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 14 day of February  
1996, by Fred W. Schinz as President and Sharon M. Schinz as Secretary of "Tranquillity  
On The Beach" Corporation, a Florida corporation, on behalf of the corporation.

- is personally know to me.
- o produced a current \_\_\_\_\_ driver's license as identification.
- o produced \_\_\_\_\_ as identification.

JENNIFER L. MATTHEWS  
NOTARY PUBLIC, STATE OF FLORIDA  
MY COMMISSION EXPIRES AUGUST 1, 1999  
COMM. NO. CG 466971

*Jennifer L. Matthews*  
JENNIFER L. MATTHEWS  
Notary Public

My Commission Expires: 8-1-99

THIS DOCUMENT PREPARED BY:

Les W. Burke, Esq.  
BURKE & BLUE, P.A.  
P.O. Box 70  
Panama City, Florida 32402