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March 27, 1996

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

30000017627413
-03/27/96--01001--016
\$\$\$122.50 \$\$\$122.50

Re: Gulf Sands of Destin, Inc.
Our File No. G284-6334

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.

APR 4 1996

EFFECTIVE DATE
3-28-96

Very truly yours,

BURKE & BLUE, P.A.

Elizabeth J. Walters

EJW/dw
Encls.

cc: Vic Deal

VIA FAX #(904) 243-1821

FILED
96 APR 29 PM 3:30
STATE
FLORIDA

ARTICLES OF INCORPORATION
OF
GULF SANDS OF DESTIN, INC.

96 MAR 29 PM 3:30
TALLAHASSEE, FLORIDA

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. DATE 3-28-96

1. Name. The name of this corporation (the "Corporation") shall be: GULF SANDS OF DESTIN, INC.

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 208 Hood Avenue, Ft. Walton Beach, Florida 32548 and Elizabeth J. Walters, 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 March 28th, 1996.

7. 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.

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

<u>Name</u>	<u>Street Address</u>
Fred Klein	2004 Tucker Road Perry, Georgia 31069

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>
Elizabeth J. Walters	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 28th day of March, 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.

Elizabeth J. Walters
ELIZABETH J. WALTERS

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 28th
day of March, 1996, by Elizabeth J. Walters, who is
personally known to me.

(SEAL)

DEBBIE J. WATKINS
Notary Public - State of Florida
My Commission Expires **Feb. 19, 1999**
Commission No. CC 439674

Debbie J. Watkins
Debbie J. Watkins
(Print Name)
Notary Public
Serial # _____
My Commission Expires: _____

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 GULF SANDS OF DESTIN, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at City Ft. Walton Beach, County of Okaloosa, State of Florida, has named Elizabeth J. Walters, 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, hereby accept the Act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


ELIZABETH J. WALTERS

(Resident Agent)

FILED
95 MAR 29 PM 3:30
TALLAHASSEE, FLORIDA