1201 Hays Street
Tallahassee, FL 32301
904-222-9171
904-222-0391 FAX

800-342-8036



P96000034 0

RECEIVED
96 APR 8 PM 12:
DIVISION OF CORPORATIONS

ACCOUNT NO. : 072100000032

REFERENCE : 910527 : 81758A

AUTHORIZATION :

COST LIMIT : $ 122.50

ORDER DATE : April 8, 1996

ORDER TIME : 11:44 AM

ORDER NO. : 910527

200001772622

CUSTOMER NO: 81758A

CUSTOMER: Christine Scalamandre, L.a
DIVOSTA & COMPANY

4500 Pga Boulevard

Palm Bch Garden, FL 33418

FILED
96 APR -8 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: ISLAND WALK DEVELOPMENT COMPANY

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
_____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
_____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS: 4/8/96 JB

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 28, 1996

CSC NETWORKS

The name ISLAND WALK DEVELOPMENT COMPANY has been reserved for 120 days beginning March 28, 1996. The reservation number is R96000001611 and this reservation is **NONRENEWABLE.**

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lantham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Ruth Leonard

Letter number: 496A00014389

ARTICLES OF INCORPORATION

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida.

FILED
95 APR -8 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is ISLAND WALK DEVELOPMENT COMPANY. The street and mailing address of the initial principal office of the corporation is 4500 PGA Boulevard, Suite 400, Palm Beach Gardens, Florida 33418.

ARTICLE II

DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 7500 shares of $1.00 par value common stock which shall be designated "common shares".

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4500 PGA Boulevard, Suite 400, Palm Beach Gardens, Florida 33418. The initial registered agent of this corporation at that address is OTTO B. DIVOSTA.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws. The name and address of the initial Director of the Board of Directors of this corporation is:

Otto B. DiVosta	4500 PGA Boulevard, Suite 400 Palm Beach Gardens, Fl. 33418

ARTICLE VII

INCORPORATOR

The name and address of the incorporator of this corporation is:

Otto B. DiVosta	4500 PGA Boulevard, Suite 400 Palm Beach Gardens, Fl. 33418

IN WITNESS WHEREOF, the above-named incorporator has executed these Articles of Incorporation on the 1st day of April, 1996.

Otto B. DiVosta

STATE OF FLORIDA
COUNTY OF PALM BEACH

Sworn to and subscribed before me by Otto B. DiVosta, this 1st day of April, 1996. He is personally known to me.

NOTARY PUBLIC STATE OF FLORIDA
OFFICIAL NOTARY SEAL
CHRISTINE SCALAMANDRE
COMMISSION NUMBER
CC404467
MY COMMISSION EXP.
AUG. 31,1998

Christine Scalamandre
Notary Public
Print Name: Christine Scalamandre
Commission Expiration: August 31, 1998
Commission Number: CC404467

p:\counsel\cs\islandwk.art

FILED
96 APR -8 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING A REGISTERED OFFICE AND A REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA; NAMING AN AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Chapter 48.091, Florida Statutes, the following is submitted:

ISLAND WALK DEVELOPMENT COMPANY

desiring to organize and qualify under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Palm Beach Gardens, State of Florida, has named Otto B. DiVosta, located at 4500 PGA Boulevard, Suite 400, Palm Beach Gardens, State of Florida, as its agent to accept service of process within this state.

By: _____
Otto B. DiVosta

Date: April 1, 1996

Having been named to accept service of process for the above-named corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to the proper and complete performance of my duties.

By: _____
Otto B. DiVosta

Date: April 1, 1996

p:\counsel\cs\islandwk\agent

CAPITAL CONNECTION, INC.
417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

P96000030340

NAME
FIRM
ADDRESS

PHONE ( )

Service: Top Priority ____ One Day Service Regular ____ Two Day Service

To us via ____ Return via ____

Matter No.: ____ Express Mail No. ____

State Fee $ ____ Our $ ____

____ of ____

RE: Island Walk Development Company

	C.T. FEE	DISBURSED
____ Postal Express		
____ Art. Inc.		
____ Corp. Record Search		
____ Ltd. Partnership File		
____ Foreign Corp. File		
____ ( ) Cert. Copy(s)		
✓ Art. of Amend. File		
____ Dissolution/Withdrawal		
____ C U S		
____ Fictitious Name File		
____ Name Reservation		
____ Annual Report/Reinstatement		
____ Reg. Agent Service		
____ Document Filing		
____ Corporate Kit		
____ Vehicle Search		
____ Driving Record		
____ Document Retrieval		
____ UCC 1 or 3 File		
____ UCC 11 Search		
____ UCC 11 Retrieval		
____ ____ File No.'s, ____ Copies		
____ Courier Service		
____ Shipping/Handling		
____ Phone ( )		
____ Top Priority		
____ Express Mail Prep.		
____ FAX ( ) pgs.		
SUBTOTALS		

400002174674--4
-05/12/97--01061--002
****945.00 *****35.00

97 MAY -6 PM 2:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FEE	$ 5/6
DISBURSED	$
SURCHARGE	$
TAX on corporate supplies	$
SUBTOTAL	$
PREPAID	$
BALANCE DUE	$
	$

Tx!

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE			
TIME			CK No.
BY			

WALK-IN
Will Pick Up 5/6 12:00

OK per S.P.

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU.
from
Your Capital Connection

11-2529-7 PONDER'S INC., THOMASVILLE, GA.

FILED
97 MAY -6 PM 2:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF AMENDMENT
OF
ISLAND WALK DEVELOPMENT COMPANY

The undersigned, being all of the shareholders and Directors, for the purpose of amending the Articles of Incorporation of ISLAND WALK DEVELOPMENT COMPANY, pursuant to the Florida Business Corporation Act, Florida Statutes §§607.1001, et seq., do hereby adopt the following Articles of Amendment previously approved by all of the shareholders and Directors of the Corporation:

ARTICLE IV - STATED CAPITAL

"The authorized capital stock of the Corporation shall consist of seven thousand five hundred (7,500) shares of $1.00 par, common voting stock and seven thousand five hundred (7,500) shares of $1.00 par, common non-voting stock. The common voting stock shall have one (1) vote per share and shall be the only voting stock permitted to vote on any matter affecting the Corporation and the outstanding shares of the Corporation. The common non-voting stock shall not be permitted any vote whatsoever on any matter affecting the Corporation and the outstanding shares of the Corporation at any time. The provisions with respect to the common voting shares and the common non-voting shares shall be identical save the right of the common voting shares to vote and the no vote provision of the common non-voting shares. The provisions of Florida Statutes §607.0732, including any like section of comparable import hereinafter adopted, shall herein govern and an agreement of even date exists between the Shareholders of the Corporation approving and authorizing the provisions set forth herein of the common non-voting shares and common voting shares, including in particular the full and exclusive right of the common voting shares to vote on all matters, one (1) vote per share outstanding, and no right under any circumstances of the common non-voting shares to vote on any matter at any time."

Except to the extent that any of the provisions of these Articles of Amendment are expressly in conflict with the provisions of the Corporation's original Articles of Incorporation or any

previous amendments to the Corporation's original Articles of Incorporation, the Corporation's original Articles of Incorporation and any amendments to the Corporation's original Articles of Incorporation shall remain in full force and effect.

All of the shareholders and Directors previously approved and adopted these Articles of Amendment. The number of votes cast for approval and adoption of these Articles of Amendment was sufficient for approval. These Articles of Amendment are adopted effective the date filed with the Secretary of the State of Florida.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Amendment effective the 2nd day of May, 1997. These Articles of Amendment have been approved by the majority vote of the shareholders.

DIRECTORS:

OTTO B. DIVOSTA

SHAREHOLDERS:

OTTO B. DIVOSTA, as initial Trustee of the Otto B. DiVosta Revocable Trust, restated dated January 18, 1990, including any amendments or restatements thereto

BETTY J. DIVOSTA, as initial Trustee of the Betty J. DiVosta Revocable Trust, restated dated January 18, 1990, including any amendments or restatements thereto

divosta6\island\articles.amd