52761 417 E. Virginia St., Suite I, Tallahassee, FL 32301, (904)224-8870 Mailling Address: Post Office Box 10349, Tallahussee, Fl. 32302 TOLL FREE No. 1-800-142-8062 FAX (904) 222-1222 TALLAMAR SEED FLURIDA ្ /ស្នាធុរបមនេះប Zapilal Expross** Art. of Ing. File NAME _____ Corp. Record Benrah FIRM Lig, Partnership File ADDRESS __ Poreign Corp. "III () Cort, Copyra) ... Art. of Amend, File Diesolution/Withdrawni CUS._ Barvica: Top Priority. _ Rogular..... _ Fletitious Name File One Day Service Two Day Service Namo Reservation To us via _____ Return via Annual Report/Reinstatement Rog. Agent Service Matter No.: _____ Express Mail No. _ _ Document Filing Slate Fee \$ ____ Our \$ _ Corporate Kil Vohicle Search ... Driving Record Document Astrioval UCC 1 or 3 File UCC 11 Search UCC 11 Retrieval Courier Service _ Shipping/Handling Phone () Top Priority Express Mail Prep.

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SUBTOTALS .

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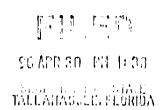
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Please remit invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE 1 1/2% per month on Past Due Amounts Past 30 Days, 18% per Annum.

THANK YOU from Your Capital Connection

PHONE (

ARTICLES OF INCORPORATION OF PROMENADE PROPERTY, INC.



ARTICLE I - NAME

The name of this Corporation is PROMENADE PROPERTY, INC.

ARTICLE II - NATURE OF BUSINESS

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

ARTICLE III - CAPITAL STOCK

The authorized capital of the Corporation shall be 500 shares of the common stock at a par value of \$1.00 per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V - PREEMPTIVE RIGHTS

Every Stockholder, 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 - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial street address of the principal office and the mailing address of this Corporation is 50 Highway AIA, Suite 103, Ponte Vedra Beach, Florida 32082. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII - DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time, by Bylaws adopted by the Stockholders.

ARTICLE YIL - INCUAL DIRECTORS

The name(s) and street address(es) of the member(s) of the first Board of Directors are:

Cora Gocht 50 Highway A1A, Suite 103 Ponte Vedra Beach, Florida 32082

Hagen Gocht 50 Highway AIA, Suite 103 Ponte Vedra Beach, Florida 32082

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Baron L. Bartlett 50 Highway A1A, Suite 103 Ponte Vedra Beach, Florida 32082

ARTICLE X - SECTION 1244 STOCK

The Board of Directors is authorized to issue "Section 1244 Stock", as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time to time.

<u> ARTICLE XI - INITIAL REGISTERED OFFICE AND AGENT</u>

The street address of the initial registered office of this Corporation is 50 Highway A1A, Suite 103, Ponte Vedra Beach, Florida 32082 and the name of the initial registered agent of this Corporation at that address is Baron L. Bartlett, P.A.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended, altered, or changed at any time, from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a stockholder herein are granted subject to this reservation.

ARTICLE XIII - EFFECTIVE DATE

The existence of this Corporation shall commence on the date of filing of these Articles of Incorporation with the Secretary of State.

CERTIFICATION AND ACCEPTANCE OF DESIGNATION

Having been named as registered agent and to accept service of process for MR above dated 38 corporation at the place designated in this certificate, I hereby accept the appointment of registered agent and agree to act in this capacity and to comply with the provisions of all statutes relating to the proper NE and complete performance of my duties and accept the obligations therein.

Incorporator and Registered Agent

BANESA COUP VEROHERADE AND