

P96000062668

CAPITAL CONNECTION, INC.

417 B. 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

RE: NAVARRE Development
Associates, Inc.

NAME _____
 FIRM _____
 ADDRESS _____

 PHONE () _____

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

To us via _____ Return via _____

Master No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
 96 JUL 26 PM 2:19
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

AL JUL 26 1996

	C.O. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
_____ Corp. Record Search		
_____ Ltd. Partnership File		
_____ Foreign Corp. File		
<input checked="" type="checkbox"/> () Genl. Copy(s)		
_____ Art. of Amend. File		
_____ Dissolution/Withdrawal		
_____ O U S-		
_____ Fictitious Name File		
_____ Name Reservation		
_____ Annual Report/Final Statement		
_____ 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		

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	7/26/96		
TIME	9:00		
BY	CD		CK No. _____

WALK-IN Will Pick Up _____

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

**ARTICLES OF INCORPORATION
OF
NAVARRE DEVELOPMENT ASSOCIATES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is **Navarre Development Associates, Inc.**

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on the date of filing.

ARTICLE III - PURPOSE

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

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 prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to other.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is **25 Walter Martin Road, NE, Fort Walton Beach, Florida 32548** and the name and address of the initial registered agent of this corporation is **JAMES W. GRIMSLEY, 25 Walter Martin Road NE, Fort Walton Beach, Florida 32548.**

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either

Increased or diminished from time to time by the By-Laws. The name and address of the initial director of this corporation is:

JAMES H. LEWIS
2140 Eleventh Ave., S., Suite 405
Birmingham, AL 35205

ARTICLE VIII- INCORPORATORS

The name and address of the person signing these articles is:

JAMES H. LEWIS
2140 Eleventh Ave., S., Suite 405
Birmingham, AL 35205

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - SHARES OF STOCK

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

James H. Lewis - 500 shares

ARTICLE XI - INDEMNIFICATION

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

ARTICLE XII - AMENDMENT

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

ARTICLE XIII - TAX ARTICLE

It is the intention of this charter that the capital stock of this corporation will be subject to the

provisions of Sections 1242 through 1244, inclusive, of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 25th day of July, 1996.



JAMES H. LEWIS

(Seal)

STATE OF FLORIDA
COUNTY OF OKALOOSA

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared **JAMES H. LEWIS**, who is personally known to me or has produced _____ as identification, and who did/did not take an oath, and known by me to be the person who executed the foregoing Articles of Incorporation, and said person acknowledged before me that he executed those Articles of Incorporation for the uses and purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 25th day of July, 1996.



Notary Public
Typed Name.....
Commission No.
My Commission Expires:

Prepared by:
JAMES W. GRIMSLEY
Smith, Grimsley, Bauman, Pinkerton,
Peternann, Saxer & Wells
P.O. Box 2379
Fort Walton Beach, FL 32549



FILED

Certificate Designating Place of Business or Domicile for the Service of Process ⁹⁶⁻¹¹¹⁶⁷⁻¹⁰⁻¹⁸⁻¹²⁻¹⁹ Within the State of
Naming Agent upon Whom Process May be Served:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said
Act:

FIRST: That NAVARRE DEVELOPMENT ASSOCIATES, INC., a corporation
duly organized and existing under the laws of the State of Florida with its principal office as indicated
in the Articles of Incorporation at Fort Walton Beach, Florida, has named JAMES W. GRIMSLEY,
25 Walter Martin Road, NE, Fort Walton Beach, Florida, 32548, as its agent to accept service
of process for the above-named corporation at the place designated in this Certificate.

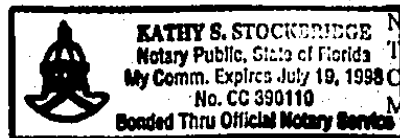
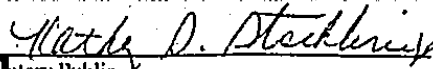
SECOND: Having been named to accept service of process for the above-named
corporation at the place designated in this Certificate, I hereby agree to act in this capacity and I
further agree to comply with the provisions of all statutes relative to the proper performance of my
duties.



JAMES W. GRIMSLEY
Registered Agent

STATE OF FLORIDA
COUNTY OF OKALOOSA

Sworn to and subscribed before me by JAMES W. GRIMSLEY who is personally
known to me or who produced _____ as identification, and who did/did not take
an oath, this 25th day of July 1996.



Notary Public
Typed Name.....
Commission No.
My Commission Expires: