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**CSC networks**

INSTRUCTIONS: ACCOUNT NO. : 072100000032

REFERENCE : 044157 1299A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : August 6, 1996

ORDER TIME : 10:28 AM

ORDER NO. : 044157

CUSTOMER NO: 1299A

CUSTOMER: Ms. Lisa Watson  
CLARK PARTINGTON HART LARRY  
BOND STACKHOUSE & STONE  
P.O. Box 13010

Pensacola, FL 32591

800000131-4098  
-08/06/96--01120--007  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: THE TIDES AT TOPS'1, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

RECEIVED  
SEP 10 5 34 PM '96  
DIVISION OF CORPORATIONS

8-6-96

**ARTICLES OF INCORPORATION  
OF  
THE TIDES AT TOPS'L, INC.**

FILED  
96 AUG -6 PM 1:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, FRANK L. FLAUTT, JR., a natural person competent to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the provisions of Chapter 607, Florida Statutes.

**ARTICLE I - NAME**

The name of this corporation is THE TIDES AT TOPS'L, INC.

**ARTICLE II - PRINCIPAL OFFICE**

The address of the principal office of the corporation is 6075 Poplar Avenue, Suite 406, Memphis, Tennessee 38119.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida and the laws of the United States.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 par value common stock.

**ARTICLE V - TERM OF EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE VI - RESTRICTIONS ON TRANSFER OF STOCK**

Unless waived by written agreement among this corporation and its shareholders, shares held by persons receiving shares in the initial issue of stock in this corporation may not be resold to other persons unless such shares are first offered to this

corporation, and, if not so purchased, then to the other shareholders at the price and terms identical to the proposed sale to a third person. The restrictions contained in this Article VI may be modified by a separate written agreement among the corporation and the shareholders receiving shares in the initial issuance of stock of the corporation.

**ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial registered office of this corporation shall be 125 West Romana Street, Suite 800, Pensacola, Florida, and the name of the initial registered agent of this corporation at that address is W. Christopher Hart.

**ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws of the corporation, but shall never be less than one (1). The name and address of the initial director of this corporation are:

Frank L. Flautt, Jr.  
6075 Poplar Avenue  
Suite 406  
Memphis, TN 38119

**ARTICLE IX - INCORPORATOR**

The name and address of the person signing these Articles are:

Frank L. Flautt, Jr.  
6075 Poplar Avenue  
Suite 406  
Memphis, TN 38119

**ARTICLE X - COMMENCEMENT OF CORPORATE EXISTENCE**


The date for commencement of this corporation's existence shall be the date these Articles of Incorporation are filed with the office of the Secretary of State of Florida.

**ARTICLE XI - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 27<sup>th</sup> day of July, 1996.

INCORPORATOR:

  
FRANK L. FLAUTT, JR.

**REGISTERED AGENT ACCEPTANCE**

I do hereby accept the foregoing designation as registered agent of The Tides at Tops'1, Inc. Further, I am familiar with and accept the duties and obligations of such designation.

  
W. CHRISTOPHER HART