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PROMOTE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 056027 81034A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : August 16, 1996

ORDER TIME : 9:52 AM

ORDER NO. : 056027

CUSTOMER NO: 81034A

CUSTOMER: Marilyn Wentworth, Legal Asst
MICHAEL WM. MEAD, ESQ

P. O. Drawer 1329

Fort Walton Bea, FL 32549-1329

DOMESTIC FILING

NAME: SUNDIAL DEVELOPERS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

5000001524106
-09/16/96-01040-009
***122.50 ***122.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 16 PM 1:20

RECEIVED
96 AUG 16 AM 10:47
DIVISION OF CORPORATION

8/16/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 16 PM 1:20

ARTICLES OF INCORPORATION
OF
SUNDIAL DEVELOPERS, INC.

The undersigned subscribers to these Articles of Incorporation, being natural persons, competent to contract, do hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I.
Name

The name of this corporation is:

SUNDIAL DEVELOPERS, INC.

ARTICLE II.
Nature of Business

The general nature of the business or businesses to be transacted by this corporation is the following: To do any and all acts authorized by the general laws of the State of Florida regardless of said principal purpose.

ARTICLE III.
Term of Existence

The term of existence of the corporation shall be perpetual.

ARTICLE IV.
Capital Stock

The maximum number of shares that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) SHARES having a nominal or par value of \$1.00 per share.

MICHAEL WM MEAD
ATTORNEY AT LAW
24 WALTER MARTIN ROAD
P. O. DRAWER 1329
FORT WALTON BEACH,
FLORIDA 32549-1329

ARTICLE V.
Address

The principal place of business of this corporation shall be 1234 Airport Road, Suite 124, Destin, Florida 32541, however, the business shall also be conducted at such other places, such other counties, and such other towns or cities within the State of Florida as may from time to time be authorized and directed by the shareholders.

ARTICLE VI.
Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved at a stockholder's meeting by the majority of the stockholders entitled to vote thereon.

ARTICLE VII.
Management of Corporation Affairs

The business of this corporation shall be managed by its stockholders rather than by a Board of Directors. In the management of the business of the corporation, the act of the stockholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall be the act of the stockholders. Each stockholder shall be entitled to one (1) vote in person or by proxy for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, present in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

ARTICLE VIII.
Officers

The names and addresses of the President, Secretary, and Treasurer are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
GERALD R. DUNKLE	1234 Airport Road Suite 124 Destin, Florida 32541	President
JOHN W. HARRISON	1234 Airport Road Suite 124 Destin, Florida 32541	Secretary/ Treasurer

ARTICLE IX.
Subscribers

The names and addresses of the subscribers of these Articles of Incorporation and the number of shares they agree to take are as follows:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
GERALD R. DUNKLE	1234 Airport Road Suite 124 Destin, Florida 32541	100

ARTICLE X.
Registered Agent

The Registered Agent of the corporation shall be: GERALD R. DUNKLE, and the street address of the office, place of business or location for the service of process within this State shall be: 1234 Airport Road, Suite 124, Destin, Florida 32541.

IN WITNESS WHEREOF, the undersigned has hereunto executed these presents this 15th day of August, 1996.

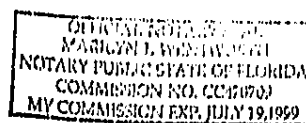

GERALD R. DUNKLE

STATE OF FLORIDA
COUNTY OF OKALOOSA

SWORN TO AND SUBSCRIBED before me by GERALD R.
DUNKLE, this 15th day of August, 1996,

X who is personally known to me, or
who has produced _____
as identification.

Marilyn L. Robertson
Notary Public
My Commission Expires:



MICHAEL WM MEAD
ATTORNEY AT LAW
24 WALTER MARTIN ROAD
P. O. DRAWER 1329
FORT WALTON BEACH,
FLORIDA 32549-1329

(ws)sundial.art/mw

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STATE OF FLORIDA
DEPARTMENT OF STATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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

FIRST: SUNDIAL DEVELOPERS, INC.

desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 1234 Airport Road, Suite 124, Destin, Florida 32541, has named GERALD R. DUNKLE, located at 1234 Airport Road, Suite 124, Okaloosa County, Destin, Florida 32541, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


GERALD R. DUNKLE