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September 9, 1996

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

200001845742
-09/12/96--01058--010
*****70.00 *****70.00

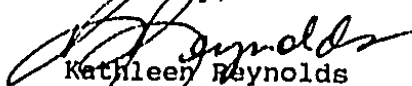
RE: Articles of Incorporation for Surfsong of Destin, Inc.

Dear Sir or Madam:

Enclosed please find the original Articles of Incorporation, including Certificate of Designation of Registered Agent/Registered Office for the above-referenced corporation. Also enclosed is a check in the amount of \$70.00 to cover the filing fee.

Thank you for your assistance in this matter. If you have any questions or need additional information, please give me a call.

Sincerely,


Kathleen Reynolds

KR:lz

Enclosure

AL SEP 13 1996

FILED
96 SEP 12 11:51
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SURFSONG OF DESTIN, INC.

95 SEP 12 11:51

CLERK
FLORIDA

ARTICLE I - NAME

The name of this corporation is Surfsong of Destin, Inc.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing on the date of filing.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

38 Arnett Lane
Destin, Florida 32541

The mailing address of this corporation shall be:

38 Arnett Lane
Destin, Florida 32541

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand Shares of One Dollar (\$1.00) par value common stock, which shall be designated "common shares".

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent of this corporation is Tim Jackson, 38 Arnett Lane, Destin, Florida 32541.

ARTICLE VI - INCORPORATORS

The names and addresses of the persons signing these articles are:

Tim Jackson
38 Arnett Lane
Destin, Florida 32541

Shannon Wallace
38 Arnett Lane
Destin, Florida 32541

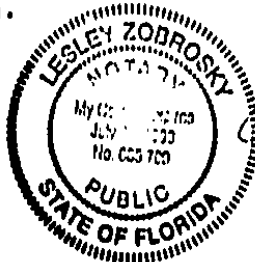
IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles Of Incorporation this 6th day of August, 1996.

Shannon Wallace
Shannon Wallace

STATE OF FLORIDA

COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 6th day of August, 1996, by Shannon Wallace, who is personally known to me or who has produced _____ as identification and who did take an oath and acknowledged and declared that he executed the same for the uses and purposes therein set forth.

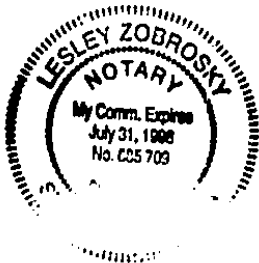


Lesley Zobrosky
NOTARY PUBLIC
My Commission Expires: 7/31/98

STATE OF FLORIDA

COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 6th day of August, 1996, by Tim Jackson, who is personally known to me or who has produced _____ as identification and who did take an oath and acknowledged and declared that he executed the same for the uses and purposes therein set forth.



Lesley Zobrosky
NOTARY PUBLIC
My Commission Expires: 7/31/98

Tim Jackson
Tim Jackson

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submit the following statement designating the registered agent/registered office in the State of Florida.

1. The name of the corporation is: SURFSONG OF DESTIN, INC.
2. The name of the registered agent is Tim Jackson. The address of the registered office is 38 Arnett Lane, Destin, Florida 32541.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position.

DATED this 4th day of August, 1996.

Tim Jackson
TIM JACKSON
Registered Agent

FILED
96 SEP 12 AM 11:51
CLERK OF CIRCUIT COURT
FLORIDA