

P 96 0000 816 91

Anchors, Foster, McInnis & Keefe, P.A.

Attorneys at Law

909 MAR WALT DRIVE, SUITE 1014
FT. WALTON BEACH, FLORIDA 32547-6711

C. LEDON ANCHORS
W. SCOTT FOSTER**
C. JEFFREY MCINNIS
LAWRENCE KEEFE
HANNON O. MARRIS, JR.**

*ALSO ADMITTED IN ALABAMA
**ALSO ADMITTED IN MISSISSIPPI

FILED
96 SEP 30 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
TELEPHONE 904
0000-1100-4004

September 27, 1996

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

000001960110
-09/30/96--01056--019
****122.50 ****122.50

RE: Bilwalt, Inc.

Dear Sir or Madam:

Enclosed please find a check in the amount of \$122.50 to file the enclosed Articles of Incorporation (original and one copy enclosed). If you find the enclosures in order, please endorse your approval to the Articles of Incorporation on the duplicate copy, certify the same, and return it to the undersigned at your earliest convenience.

The check is to cover the \$35.00 filing fee, the \$52.50 fee for the certified copy of the Certificate of Incorporation, and the \$35.00 fee for filing the Resident Agent Certificate (which Certificate is also enclosed).

If you should have any other questions regarding this matter, please do not hesitate to contact me.

Very truly yours,

Anchors, Foster, McInnis & Keefe, P.A.



C. LeDon Anchors

CLA:slb
Enclosure

F. O'NESSER OCT 3 1996

ARTICLES OF INCORPORATION
OF
BILWALT, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Bilwalt, Inc., (hereinafter referred to as the "Corporation").

ARTICLE II - DURATION

The Corporation shall exist perpetually, commencing on the date of filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business not inconsistent with the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of Ten Dollar (\$10.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class, or series as that which he or she already holds, shall have the right to purchase his or her 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 - INITIAL PRINCIPAL OFFICE,
REGISTERED OFFICE AND AGENT**

The street address of the initial principal office of the Corporation is 737 Highway 98 East, United #4, Destin, Florida 32541 and the mailing address is the same. The street address of the initial registered office of the Corporation is 4116 Indian Trail, Destin, Florida 32541 and the initial registered agent of the Corporation at that address is Greg S. Oswalt.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The names and addresses of the initial directors of the Corporation are Greg S. Oswalt, 4116 Indian Trail, Destin, Florida 32541 and Daniel Q. Bilger, 3579 Grand Oaks Way, Destin, Florida 32541.

ARTICLE VIII - INCORPORATOR

The names and addresses of the persons signing these articles are as follows: Greg S. Oswalt, 4116 Indian Trail, Destin, Florida 32541 and Daniel Q. Bilger, 3579 Grand Oaks Way, Destin, Florida 32541.

ARTICLE IX - BY-LAWS

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

ARTICLE X - SECTION 1244 STOCK

It is the intent of this charter that the Directors may sell the capital stock of the Corporation in accordance with the conditions of Sections 1242-1244, inclusive, of the Internal Revenue Code of 1986 as amended.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 27th day of September, 1996.


GREG S. OSWALT

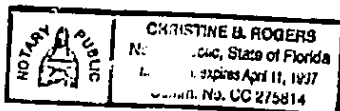

DANIEL Q. BILGER

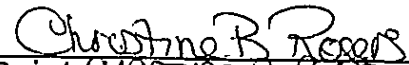
STATE OF FLORIDA
COUNTY OF OKALOOSA

Before me, the undersigned authority, appeared GREG S. OSWALT, who is personally known to me and who acknowledged before me that he is the person who executed the foregoing articles of incorporation and that he made and subscribed the same for the purposes therein mentioned and set forth and who did not take an oath.

27th IN WITNESS WHEREOF, I have hereunto set my hand and seal this day of September, 1996.

NOTARY PUBLIC:




Print CHRISTINE B. ROGERS
State of Florida at Large (Seal)

My Commission Expires: 4/11/97

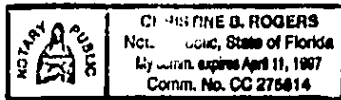
STATE OF FLORIDA
COUNTY OF OKALOOSA

Before me, the undersigned authority, appeared DANIEL Q. BILGER, who is personally known to me and who acknowledged before

me that he is the person who executed the foregoing articles of incorporation and that he made and subscribed the same for the purposes therein mentioned and set forth and who did not take an oath.

27 IN WITNESS WHEREOF, I have hereunto set my hand and seal this day of September, 1996.

NOTARY PUBLIC:



Christine B. Rogers
Print CHRISTINE B. ROGERS
State of Florida at Large (Seal)

My Commission Expires: 4/11/97

FILED
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CLERK OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING REGISTERED OFFICE OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED.

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

BILWALT, INC. ("Corporation"), desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation, at 4116 Indian Trail, Destin, Florida 32541 has named GREG S. OSWALT as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated Corporation, at the 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.


GREG S. OSWALT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA