

P90000086548

RICHARD G. HATHAWAY, P.A.

BUILDING 100 - SUITE 250
10150 DUNWOOD PARK BOULEVARD
JACKSONVILLE, FLORIDA 32256
POST OFFICE BOX 63165, 32265-1165

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October 17, 1996

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

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-10/18/96--01089--004
*****70.00 *****70.00

Re: Ponte Vedra Developers, Inc.

Gentlemen:

Enclosed is the original Articles of Incorporation for the above corporation. Also enclosed is our check in the amount of \$70.00 to cover the following fees:

Filing Fees	\$ 35.00
Registered Agent	
Designation	<u>\$ 35.00</u>
	\$ 70.00

Please file the Articles and confirm the filing as quickly as possible.

With kindest regards,

Elizabeth Bogdan
Elizabeth Bogdan
Legal Assistant

Enclosure(s)

/eb

RECEIVED
STATE
SECRETARY
OCT 18 1996

af 10/21/96

ARTICLES OF INCORPORATION
OF
PONTE VEDRA DEVELOPERS, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

Article I
Name

The name of this corporation shall be PONTE VEDRA DEVELOPERS, INC.

Article II
Principal Office and Mailing Address

The principal place of business and mailing address of this corporation shall be 880 State Road A1A, Suite 21, Ponte Vedra Beach, FL 32082.

Article III
Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock having a par value of \$0.01 per share.

Article IV
Initial Registered Agent and Address

The street address of the initial registered office of this corporation is 10151 Deerwood Park Blvd, Bldg 100, Ste. 250, Jacksonville, FL 32256 and the initial registered agent at that office is Richard G. Hathaway.

Article V
Incorporator

The name and street address of the incorporator of this corporation are:

Richard G. Hathaway
10151 Deerwood Park Blvd
Bldg 100, Ste. 250
Jacksonville, FL 32256

Article VI

Duration

This corporation shall exist perpetually.

Article VII

Purposes

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

Article VIII

Directors

(a) This corporation shall have two (2) director initially. The number of directors may be increased or decreased from time to time as provided in the bylaws, but shall never be less than one (1).

(b) The name and street address of the initial director of the corporation are:

Stephen R. Cissel
204 Clatterbridge Road
Ponte Vedra Beach, FL 32082

Jay A. Shapiro
880 State Road A1A, Ste. 21
Ponte Vedra Beach, FL 32082

(c) The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

16 IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation the day of October, 1996.

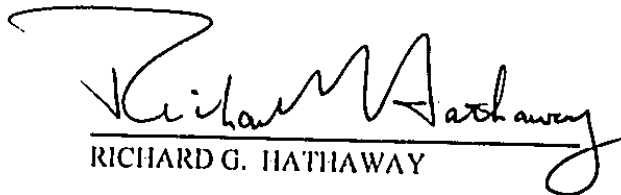

RICHARD G. HATHAWAY

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 607.0501 and 607.0505, Florida Statutes, the following is submitted:

PONTE VEDRA DEVELOPERS, INC. desiring to organize or qualify under the laws of the State of Florida hereby designates Richard G. Hathaway as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 10151 Deerwood Park Blvd, Bldg 100, Ste. 250, Jacksonville, FL 32256.

DATED this 16 day of October, 1996.


RICHARD G. HATHAWAY

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

DATED this 16 day of October, 1996.


RICHARD G. HATHAWAY