

10/29/96 .TUE 1 4 FAX 784 SHELLINGTON LABORRY 100

H96000089274

10/29/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

11:15 AM

((H96000015206 1))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: BURKE & BLUE, P.A.

ACCT#: 072100000111

CONTACT: DONNA MILES OR DICK BERANEK
PHONE: (904)769-1414

FAX #: (904)784-0857

NAME: ROYAL PALMS DEVELOPMENT CORPORATION

AUDIT NUMBER.....H96000015206

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

FILED
96 OCT 30 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10/30/96
DB
904-50014
Wyle-22958
10/29/96

BURKE & BLUE, P.A.
ATTORNEYS AND COUNSELORS AT LAW

POST OFFICE BOX 70
221 MCKENZIE AVENUE
PANAMA CITY, FLORIDA 32402
Telephone 769-1414
Telecopier (904) 704-0857

Lee W. Burke
Rob Blue, Jr.
Wayne J. Zimmerman
Edward A. Hutchison, Jr.
Timothy M. Warner*
David M. Noll
Elizabeth J. Walters**
Sherril B. Mallory

DESTIN OFFICE:
Building 1, Suite E
151 Regions Way
Destin, Florida 32541
Telephone (904) 654-9808
Telecopier (904) 654-9889

*Also Admitted In Louisiana
**Also Admitted In Alabama

RECEIVED

96 OCT 30

SECRET
TALLAHASSEE, FLORIDA



TELECOPIER TRANSMISSION

DATE: October 30, 1996

SEND TO: Dana Calloway
Division of Corporation
(904) 922-4001

FROM: SHERRI DENTON MALLORY

FILE NAME : COMMENTS: REGARDING YOUR LETTER NUMBER: 896A00049805

FOLLOWING PLEASE FIND THE REVISED ARTICLES CHANGING THE CORPORATION NAME FROM ROYAL PALMS DEVELOPMENT CORPORATION TO ROYAL PALMS OF NAVARRE DEVELOPEMENT CORPORATION

1 COVER PAGE 4 DOCUMENT PAGES 5 TOTAL PAGES

OUR OFFICE NUMBER IS: 904/769-1414. OUR TELECOPIER NUMBER IS 904/784-0857. IF YOU NEED HELP WITH THIS TRANSMISSION, ASK FOR: PAULA A. COX.

THE INFORMATION CONTAINED IN THIS FACSIMILE IS CONFIDENTIAL AND MAY ALSO BE SUBJECT TO THE ATTORNEY CLIENT PRIVILEGE OR MAY CONSTITUTE PRIVILEGED WORK PRODUCT. The information is intended only for the use of the individual or entity to who it is addressed. If you are not the intended recipient, or the agent or employee responsible to deliver it to the intended recipient, you are hereby notified that any use, dissemination, distribution or copying of this communication is strictly prohibited. If you have received this facsimile in error, please notify us by telephone and return the original message to us at the address above via the U.S. Postal Service. Thank you.

H96000015206

ARTICLES OF INCORPORATION

OF

Royal Palms of Navarre Development Corporation

Article I - Name

The name of this corporation is Royal Palms of Navarre Development Corporation. The initial street address of the principal office is 245 Hunters View, Roswell, Georgia, 30075 and the mailing address is 245 Hunters View, Roswell, Georgia, 30075.

Article II - Duration

This corporation shall exist perpetually, commencing with the date of execution and acknowledgment of these Articles, which date of existence shall begin October 29, 1996.

Article III - Purpose

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

Article IV - Capital Stock

This corporation is authorized to issue 7500 shares of One Dollar (\$1.00) par value common stock.

Article V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 221 McKenzie Avenue, Panama City, Florida 32401 and the name of the initial registered agent of this corporation at that address is Sherri Denton Mallory.

Article VI - Initial Board of Directors

This corporation shall have one (1) 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 (1). The name and address of the initial directors of this corporation are:

Timothy J. Dodson	President/Director 245 Hunters View Roswell, GA 30075
Timothy J. Dodson	Secretary/Treasurer/Director 245 Hunters View Roswell, GA 30075

Sherri Denton Mallory, Esq.
Burke & Blue, P.A.
221 McKenzie Avenue
Panama City, FL 32401
(904) 769-1414
Florida Bar No. 0699136

H96000015206

FILED
96 OCT 30 11:11:30
STATE OF FLORIDA

H96000015206

Article VII - Incorporation

The name and address of the person signing these Articles is as follows:

Sherrri Denton Mallory 221 McKenzie Avenue
Panama City, FL 32401

Article VIII - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders. By-Laws adopted by the Shareholders may be repealed or changed only by the Shareholders. By-Laws adopted by the Board of Directors may be repealed or changed by the Board of Directors or by the Shareholders.

Article IX - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article X - Preemptive Rights

Every Shareholder, upon the sale for cash or any stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his 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 XI - Amendment of Articles of Incorporation

These Articles of Incorporation may be amended in any manner and by way of any procedure provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has hereunto executed these Articles of Incorporation this 30th day of October, 1996.

Sherrri Denton Mallory
SHERRI DENTON MALLORY

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 30th day of October, 1996, by SHERRI DENTON MALLORY, who, did not take an oath, and who,

(notary must check applicable box)

- is personally known to me.
- produced a current Florida driver's license as identification.
- produced _____ as identification.



PAULA A. COX
My Comm. Exp. 01/18/2000
No. 00578235

Paula A. Cox
Paula A. Cox
Notary Public

Personally Known Other ID.

H96000015206

H96000015206

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 - That Royal Palms of Navarre Development Corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation, has named Sherri Denton Mallory, located at 221 McKenzie Avenue, City of Panama City, County of Bay, State of Florida, 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 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.

Sherri Denton Mallory

Sherri Denton Mallory
(Registered Agent)

FILED
96 OCT 30 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA