



THE UNITED STATES  
CORPORATION  
COMPANY

P97000023094

ACCOUNT NO. : 072100000032

REFERENCE : 292138 4352702

AUTHORIZATION :

COST LIMIT : \$ 122.50

SECRET  
TALLAHASSEE, FLORIDA

97 MAR 13 AM 9:15

FILED

ORDER DATE : March 13, 1997

ORDER TIME : 9:52 AM

ORDER NO. : 292138-005

CUSTOMER NO: 4352702

CUSTOMER: Ms. Jennifer Lukas  
WILLIAMS PARKER HARRISON DIETZ  
& GETZEN  
200 South Orange Avenue

CONFIDENTIAL - SECURITY

Sarasota, FL 34230-3258

DOMESTIC FILING

NAME: GULF SHORE DEVELOPMENT III,  
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: \_\_\_\_\_

RECEIVED  
97 MAR 13 AM 10:40  
DIVISION OF CORPORATION

K.R. MAR 14 1997

**ARTICLES OF INCORPORATION  
OF  
GULF SHORE DEVELOPMENT III, INC.**

97 MAR 13 AM 9:15  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

Gulf Shore Development III, Inc.

2. Nature of Business. The purpose of the corporation is to transact any business and to engage in, enter into, promote or conduct any or all lawful activities or business permitted under the laws of the United State, the State of Florida, or any other state, country, territory or nation.

3. Principal Office. The principal office of the Corporation is:

1774 Killdeer Circle  
Venice, Florida 34293

4. Mailing Address. The mailing address of the Corporation is:

1774 Killdeer Circle  
Venice, Florida 34293

5. Authorized Shares. The Corporation is authorized to issue 100,000 shares of common stock having a par value of \$1.00 per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.

6. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

7. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

Pamela B. Sullivan  
1774 Killdeer Circle  
Venice, Florida 34293

By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that she is familiar with, and accepts, the obligations of that position.

8. Board of Directors. The corporation shall have a Board of Directors of three directors initially. The number of directors shall be prescribed by the Bylaws of the corporation from time to time. The names and addresses of the persons who shall serve as the initial directors of the corporation until the first annual meeting of the shareholders or until their successors are duly elected and qualified are as follows:

Name and Street Address

Richard W. Brady  
315 Pine Glen Way  
Englewood, Florida 34223

Robert Wilson Brady  
5227 Siesta Cove Drive  
Sarasota, Florida 34242

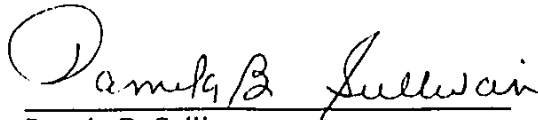
Pamela B. Sullivan  
1774 Killdeer Circle  
Venice, Florida 34293

9. Incorporator. The name and address of the incorporator of the Corporation is:

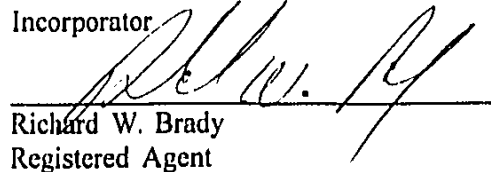
Richard W. Brady  
315 Pine Glen Way  
Englewood, Florida 34223

10. Effective Date. The existence of the Corporation shall commence upon the filing of these articles by the Florida Department of State. The term of existence of the corporation shall be perpetual.

Dated this 14<sup>th</sup> day of February 1997.



Pamela B. Sullivan  
Incorporator



Richard W. Brady  
Registered Agent

871-(80772)

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TALLAHASSEE, FLORIDA