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March 14, 1997

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Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32301

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Gentlemen:

We enclose the original and one copy of Articles of Incorporation of **Plantation Heights Development, Inc.** Please file these Articles in your office and provide us with a certified copy of the Articles. This firm's check for \$122.50 in payment of the required filing fees is enclosed herewith.

Thank you for your assistance.

Yours truly,

SHELL, FLEMING, DAVIS & MENGE


M. J. Menge

/ckj

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAR 17 AM 11:29

97 3/21/97

**ARTICLES OF INCORPORATION OF
PLANTATION HEIGHTS DEVELOPMENT, INC.**

FILED
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DIVISION OF CORPORATIONS
97 MAR 17 AM 11:29

ARTICLE I. - NAME

The name of this corporation is Plantation Heights Development, Inc.

ARTICLE II - DURATION

This corporation shall have a perpetual existence.

ARTICLE III. - PURPOSE

This corporation is organized for the purpose of developing real property and for any and all other business permitted under the laws of the State of Florida.

ARTICLE IV. - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V. - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new 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 VI. PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office and mailing address of the corporation shall be:

6354 Rambler Drive
Pensacola, Florida 32505

The Board of Directors may change the address from time to time to any other address in the State of Florida.

ARTICLE VII. - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 6354 Rambler Drive, Pensacola, Florida 32505, and the name of the initial registered agent of this corporation at that address is Byron M. Cook.

ARTICLE VIII. - INITIAL OFFICERS AND DIRECTORS

This corporation shall have one director 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 name and address of the initial director of this corporation is:

Byron M. Cook
6354 Rambler Drive
Pensacola, Florida 32505

ARTICLE IX. - INCORPORATOR

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

Byron M. Cook
6354 Rambler Drive
Pensacola, Florida 32505

ARTICLE X. - BY-LAWS

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

ARTICLE XI. - RESTRICTIONS ON TRANSFER OF STOCK

The corporation, and subject to the priority of the corporation, the remaining stockholders of the corporation, shall have a preference in the purchase of any shares of the capital stock of the corporation, and any attempted sale of such shares of stock in violation of this provision shall be null and void. In case a stockholder, his personal representatives, heirs, devisees,

legatees, pledgee, assignee, receiver, trustee in bankruptcy or any other person holding under or in privity with any stockholder, desires to sell his shares of stock, he shall file notice in writing of such intention with the Secretary of the corporation, stating the price and terms upon which he desires to sell such stock, and unless the terms of such offer are accepted by the corporation within ten (10) days, it shall be deemed to have waived its privilege of purchasing. In the event that the corporation is legally unable to purchase such stock or otherwise waives its privilege of purchasing, the Secretary of the corporation shall mail a written notice to all of the remaining stockholders, by certified mail, return receipt requested, advising them of the terms of such offer, and unless the terms of such offer are accepted by any or all of the other stockholders within ten (10) days from the date of mailing such notice, they shall be deemed to have waived their privilege of purchasing, and the stockholders or the person in privity with him desiring to sell shall be at liberty to effect a sale upon the terms of such offer. No stockholder who has given notice pursuant to this article, may thereafter sell such stock for a price or upon terms different than the offer contained in such notice, without again complying with the notice requirements of this article. Neither the corporation, nor the remaining stockholders (collectively), may exercise their privilege of purchasing as to any shares of stock less than the total number of shares involved in such offer.

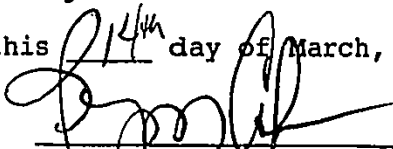
ARTICLE XII. - INDEMNIFICATION

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

ARTICLE XIII. - AMENDMENT

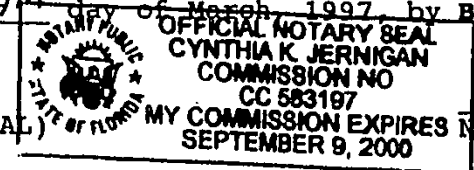
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 14th day of March, 1997.


BYRON M. COOK, Incorporator

STATE OF FLORIDA
COUNTY OF ESCAMBIA

THE FOREGOING INSTRUMENT was acknowledged before me this 14th day of March, 1997, by BYRON M. COOK.

 OFFICIAL NOTARY SEAL
CYNTHIA K. JERNIGAN
COMMISSION NO
CC 583197
SEPTEMBER 9, 2000


Cynthia K. Jernigan
Notary Public

FILED STATE
SECRETARY OF STATE
97 MAR 17 11:11:29

Personally known
Produced Identification in the form of _____

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **PLANTATION HEIGHTS DEVELOPMENT, INC.**, at the place designated in the Articles of Incorporation, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Section 40.091 relative to keeping such office open.

DATE: 3-14-97


BYRON M. COOK