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1600 INDEPENDENT SQUARE
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April 23, 1997

Division of Corporations
Secretary of State
P. O. Box 6327
Tallahassee, Florida 32314

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-05/02/97--01134--007
****122.50 ****122.50

Re: Articles of Incorporation
Beaches Corner, Inc.

Gentlemen:

Enclosed please find executed copy of Articles of Incorporation for the above corporation,
together with check in the sum of \$122.50, covering filing and certified copy fees.

Kindly return the certified copy to the undersigned.

Very truly yours,


Robert R. Kreis

RRK/dp
Enclosure

FILED
97 APR 24 AM 11:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DNC
4-25-97

**ARTICLES OF INCORPORATION
OF
BEACHES CORNER, INC.**

FILED
97 APR 24 AH11:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE ONE: NAME

The name of the corporation shall be:

Beaches Corner, Inc.

ARTICLE TWO: ADDRESS

The principal office for the corporation is 1600 Independent Square, Jacksonville, Florida 32202. The mailing address for the corporation is 1600 Independent Square, Jacksonville, Florida 32202.

ARTICLE THREE: SHARES

The aggregate number of shares of common stock which the corporation is authorized to issue is One Thousand (1,000) with a par value of One Dollar (\$1.00) per share.

ARTICLE FOUR: REGISTERED AGENT

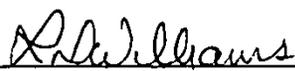
The street address of the initial registered office of the Corporation is 1600 Independent Square, Jacksonville, Florida 32202, and the name of its initial registered agent at such address is:

ARTICLE FIVE: INCORPORATOR

The name and address of the incorporator is:

L. D. Williams
1600 Independent Square
Jacksonville, Florida 32202

Executed by the undersigned at Jacksonville, Florida on the 22nd day of April, 1997.

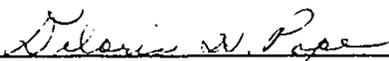


L. D. Williams

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 22nd day of April, 1997, by L. D. Williams, who is personally known to me and who did take an oath.



Deloris H. Pope, Notary Public



DELORIS H POPE
My Commission CC550309
Expires Jun. 14, 2000

