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OTHER FILINGS	REGISTRATION/-QUALIFICATION		FILED 97 AUG -6 PH 3: 49 SECRET AY OF STATE TALLAHASSEE, FLORIDA
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ARTICLES OF INCORPORATION

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SECRETARY OF TALLAHASSEE, F

SOUTH A1A, Inc.

The undersigned subscribers to these Articles of Incorporation hereby form a corporation under Chapter 607, Florida Statutes.

ARTICLE I

NAME. The name of this corporation is SOUTH A1A, Inc.

ARTICLE II

NATURE OF BUSINESS. The general nature of the business to be transacted by this corporation is:

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfers or corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stock to exercise all the rights and vote such stock.

ARTICLE III

CAPITAL STOCK. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of one class of common stock having a nominal or par value of \$1 per share.

ARTICLE IV

INITIAL CAPITAL. The amount of capital with which this corporation will begin business is not less than \$1000.

ARTICLE V

TERM OF EXISTENCE. This corporation shall exist perpetually.

ARTICLE VI

ADDRESS. The initial street address of the principal business office of this corporation in the State of Florida is 3642 Doris Drive, Tallahassee, FL 32303. The initial registered agent of the corporation is Thomas M. Nelson. The initial registered office is 3642 Doris Drive, Tallahassee, FL 32303.

ARTICLE VII

MANAGEMENT. This corporation shall be managed by the stockholders.

ARTICLE VIII

SUBSCRIBERS. The names and street addresses, of each subscriber to these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration therefore is:

NAME	ADDRESS	SHARES	CONSIDERATION
Thomas M. Nelson	3642 Doris Drive Tallahassee, FL 32303	700	n/l/t \$700.00
Bernard R. DeRaad	203 3rd Street St. Augustine, FL 32095	300	n/1/t \$300.00

ARTICLE IX

AMENDMENT. These Articles of Incorporation of SOUTH A1A, Inc., may be amended in the manner provided by law. Every amendment shall be approved by the

stockholders holding all the outstanding shares of stock entitled to vote thereon.

Thomas M. Nelson

Bernard R. DeRaad

STATE OF FLORIDA COUNTY OF LEON

The foregoing Articles of Incorporation were executed before me this 6th day of August, 1997, by Thomas M. Nelson, who is: (check one) () known to me, or () produced ______ as identification, and he acknowledged before me that he executed said instrument for the purposes therein expressed, and he did not take an oath.

NOTARY PUBLIC

STATE OF FLORIDA COUNTY OF LEON

The foregoing Articles of Incorporation were executed before me this 6th day of August, 1997, by Bernard R. DeRaad, who is: (check one) () known to me, or () produced ______ as identification, and he acknowledged before me that he executed said instrument for the purposes therein expressed, and he did not take an oath.

NOTARY PUBLIC

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1) The name of the corporation is: SOUTH A1A, Inc.
- 2) The name and address of the registered agent and office is:

Thomas M. Nelson 3642 Doris Drive Tallahassee, FL 32303

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY 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.

Thomas M. Nelson

Date: 8/6/97