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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

St. Augustine Resort Development Group

☐ Walk In

☐ Pick Up Time

☐ Mail Out

☐ Will Wait

☐ Photocopy

RUSH

☒ Certified Copy

☐ Certificate of Status

☐ Certificate of Good Standing

☐ ARTICLES ONLY

☐ ALL CHARTER DOCS

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

Ordered By: _____

Date: _____

K. Rolfe

NOV 12 1997

FILED
97 NOV 12 04 09:13
STATE
TALLAHASSEE, FLORIDA

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NOV 12 AM 9:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ST. AUGUSTINE RESORT DEVELOPMENT GROUP, INC.**

The undersigned, for the purpose of forming a corporation under the FLORIDA GENERAL CORPORATION ACT, hereby adopts the following Articles of Incorporation:

ARTICLE 1 - NAME AND ADDRESS

The name and address of this corporation is **ST. AUGUSTINE RESORT DEVELOPMENT GROUP, INC.**, located at 920 Third Avenue, New Smyrna Beach, Florida 32169.

ARTICLE 2 - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE 3 - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE 4 - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Stock".

ARTICLE 5 - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, 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 6 - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 111 Live Oak Street, New Smyrna Beach, Florida 32168 and the name of the initial registered agent of this corporation at that address is JAMES M. KOSMAS, P.A..

ARTICLE 7 - INITIAL BOARD OF DIRECTORS

This corporation shall have Three (03) Director(s) constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time as set forth in the By-Laws. The names and addresses of the initial Board of Directors of this corporation are:

NAME	ADDRESS
STEVEN P. KOSMAS	920 Third Ave., New Smyrna Beach, Fl.
PAUL KOSMAS	920 Third Ave., New Smyrna Beach, Fl.
HAROLD B. GORDY, JR.	920 Third Ave., New Smyrna Beach, Fl.

ARTICLE 8 - INCORPORATORS

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

NAME	ADDRESS
JAMES M. KOSMAS	111 Live Oak St., New Smyrna Beach, Fl.

ARTICLE 9 - INDEMNIFICATION

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

ARTICLE 10 - AMENDMENT

This corporation reserves the right to amend or repeal any provision 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 10th day of NOVEMBER, 1997.

BY: [Signature]

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 10th day of NOV., 1997, by **JAMES M. KOSMAS** who is personally known to me or who has produced a Florida Driver's license as identification and who did not take an oath.

Carolyn A. Wainio
Signature

Notary Name: Carolyn A. Wainio
Title/Rank: Notary Public, State of Florida
Serial #: CC 636682

My commission expires: July 25, 2001



**CERTIFICATE DESIGNATING OR CHANGING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY
BE SERVED.**

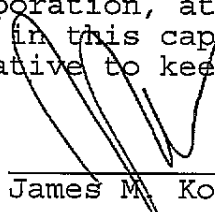
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First - Floating Time, Inc , desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of New Smyrna Beach, County of Volusia, State of Florida, has named JAMES M. KOSMAS, P.A. located at 111 Live Oak Street, City of New Smyrna Beach, County of Volusia, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: MUST BE SIGNED BY DESIGNATED AGENT

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.

BY:


James M. Kosmas

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SECOND JUDICIAL STATE
TALLAHASSEE FLORIDA