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Joseph D. Zaks

**Quarles & Brady**

**P97000102380**

November 18, 1997

**FEDERAL EXPRESS**

Attorneys' Title Insurance Fund, Inc.  
Attn: Barb  
660 East Jefferson Street  
Suite 200  
Tallahassee, FL 32301

Return to  
RIU ASAP

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-12/04/97--01086--024  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Silver Beach Realty, Inc.

Dear Barb:

Enclosed are the original Articles of Incorporation, together with a copy of the same, regarding the above-captioned corporation. I would appreciate your filing the same with the Secretary of State, and then calling me to confirm their acceptance. This firm's check in the amount of \$122.50 made payable to the Secretary of State is also enclosed for payment of the filing fee. I would further appreciate your forwarding the certified copy of the Articles to me by the usual route.

Thank you for your assistance in this matter. Please feel free to call if you should have any questions.

Respectfully,

QUARLES & BRADY

*Karen Loper*  
Karen Loper  
Secretary to Leo Salvatori

/kl

enclosures

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 DEC -4 PM 3:45

RP  
12-4-97

ARTICLES OF INCORPORATION

OF

SILVER BEACH REALTY, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 DEC -4 PM 3:45

I, the undersigned natural person, acting as incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of the corporation is Silver Beach Realty, Inc.

ARTICLE II

Duration

The duration of the corporation shall be perpetual.

ARTICLE III

Purposes

The purposes for which the corporation is organized are to engage in any lawful activity within the purposes for which a corporation may be organized under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes.

ARTICLE IV

Capital Stock

The aggregate number of shares which the corporation shall have authority to issue is Ten Thousand (10,000) shares, consisting of one class only, designated as "Common Stock," of the par value of One Dollar (\$1.00) per share.

ARTICLE V

Directors

The affairs of the corporation shall be managed by a Board of Directors whose number and qualifications shall be fixed by the Bylaws.

ARTICLE VI

Right to Purchase Own Shares

The corporation shall have the right to acquire its own shares from time to time, upon such terms and conditions as the Board of Directors shall fix.

ARTICLE VII  
Registered Office and Agent

The address of the initial registered office of the corporation is, 4501 Tamiami Trail North, Suite 300, Naples, Collier County, Florida 34103, and the name of its initial registered agent at such address is Naples-Lawdock, Inc., a Florida corporation.

ARTICLE VIII  
Incorporator

The name and address of the incorporator is E. L. "Butch" Matthews, 99 Bay Haven Court, Destin, FL 32541.

ARTICLE IX  
Principal Office

The principal office of the corporation is located at 101 LaRue France, Suite 500, Lafayette, LA 70508.

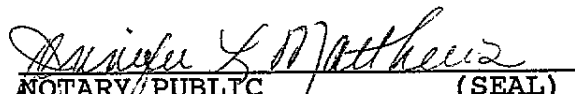
Executed this 31<sup>st</sup> day of November, 1997.

  
E. L. "Butch" Matthews,  
Incorporator

STATE OF FLORIDA  
COUNTY OF Okaloosa

The foregoing instrument was sworn to and acknowledged before me this 31 day of November, 1997, by E. L. "Butch" Matthews, who is personally known to me.

My Commission Expires: 8-1-99

  
NOTARY PUBLIC (SEAL)

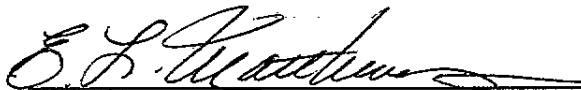
JENNIFER L. MATTHEWS  
NOTARY PUBLIC, STATE OF FLORIDA  
MY COMMISSION EXPIRES AUGUST 1, 1999  
COMM. NO. CC 485581

CERTIFICATE OF ACCEPTANCE OF DESIGNATED REGISTERED AGENT AND  
REGISTERED OFFICE.

In compliance with Section 48.091, Florida Statutes and  
Section 607.0501(3) of the Florida Business Corporation Act, the  
following is submitted:

1. That Silver Beach Realty, Inc., desiring to organize under the  
laws of the State of Florida, has named Naples-Lawdock, Inc.,  
located at 4501 Tamiami Trail North, Suite 300, Naples, Collier  
County, Florida 34103, as its agent to accept service of process  
within Florida.

Dated: Nov. 31, 1997

  
E. L. "Butch" Matthews,  
Incorporator

2. That, having been named to accept service of process for the  
above-stated corporation, at the place designated in this  
Certificate, the undersigned hereby agrees to act in this capacity;  
the undersigned is familiar with and accepts the obligations of  
§607.0505 of the Florida Business Corporation Act and further  
agrees to comply with the provisions of all statutes relative to  
the proper and complete performance of its duties.

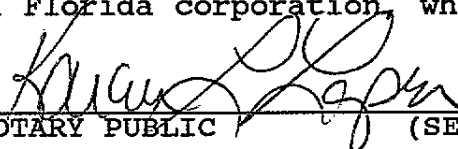
(Corporate Seal)  
Naples-Lawdock, Inc., a  
Florida corporation,

Dated: Nov. 17, 1997

By:   
Leo J. Salvatori, as  
Vice President

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was sworn to and acknowledged before  
me this 17th day of November, 1997, by Leo J. Salvatori, as Vice  
President of Naples-Lawdock, Inc., a Florida corporation, who is  
personally known to me.

  
NOTARY PUBLIC (SEAL)

My Commission Expires:



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