CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED SCCRETARY OF STATE DIVISION OF CORPORATIONS

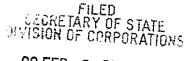
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Seacrest Development, A	effective date 02-06-98
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ARTICLES OF INCORPORATION OF SEACREST DEVELOPMENT, INC.



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The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I NAME AND ADDRESS

The name of this corporation is:

Seacreast Development, Inc.

The principal and mailing address of the corporation is:

307 Osceola Court Niceville, Florida 32578

> ARTICLE II PURPOSE

EFFECTIVE DATE

The purpose is to engage in any and all activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III STOCK

The number of shares of common stock which the corporation shall have the authority to have outstanding at any one time shall be One hundred (100) shares. The shares shall have a par value of \$1.00 per share.

ARTICLE IV INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent is as follows:

Dana C. Matthews, Esq. 607 Highway 98 East Destin, Florida 32541

ARTICLE V INCORPORATORS

The name and address of the incorporator signing these Articles of Incorporation is:

NAME

ADDRESS

Dana C. Matthews, Esq.

607 Highway 98 East Destin, Florida 32541

ARTICLE VI EFFECTIVE DATE

These Articles of Incorporation for Seacrest Development, Inc. shall be effective the 6th day of February, 1998.

ARTICLE VII BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the shareholders.

ARTICLE VIII INDEMNIFICATION

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

ARTICLE IX INFORMAL ACTION OF DIRECTORS

If all the directors collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the board of directors.

ARTICLE X AMENDMENT OF ARTICLES

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



ARTICLE XI BYLAWS

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The corporation shall be governed by bylaws adopted by the shareholders.

IN WITNESS WHEREOF, we have hereunto set our hands and seals and acknowledge we are filing the foregoing Articles of Incorporation under the laws of the State of Florida, this day of **Feb**, 1998. STATE OF FLORIDA COUNTY OF OKALOOSA I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the state aforesaid and in the county aforesaid to take acknowledgments, personally appeared Dana C. Matthews, personally known to me or who has produced _____ identification, to be the person described in and who executed the foregoing ARTICLES OF INCORPORATION and he acknowledged before me that he executed same. WITNESS my hand and official seal in the county and state last aforesaid this Letter day of Fel., 1998. My Commission Expires: ACCEPTANCE OF REGISTERED AGENT I HEREBY ACCEPT the designation and appointment as initial registered agent for this corporation.