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**RENFROW & CHADWICK**

Robert P. Renfrow  
James M. Chadwick

11300 Fourth Street North  
Suite 200  
St. Petersburg, FL 33716-2940  
Phone: (813) 576-0047  
Fax: (813) 579-0145

March 25, 1998

*Return via Federal Express Overnight  
PIU ASAP*

Attorney's Title Insurance Fund, Inc.  
660 East Jefferson Street, Suite 200  
Tallahassee, FL 32301

900002469499--5  
-03/25/98--01076--025  
\*\*\*\*131.25 \*\*\*\*131.25

Attn: Barbara

RE: Corporate Services for Agent #10999, James M. Chadwick

Dear Barbara:

I must request *rush service* (i.e., a 24-hour turnaround) for the enclosed material. Your assistance is requested as follows:

1. **Big Kahuna Development Company** - this corporation is assigned document P97000027486. I need a Certificate of Good Standing for this corporation and have enclosed a check in the amount of \$8.75, payable to the Division of Corporations.
2. **Okeeheelee Apartments, Inc.** - please file the enclosed Articles of Incorporation and obtain a certified copy, as well as a Certificate of Good Standing for the corporation. I have enclosed an original and one copy of the Articles, and a check in the amount of \$131.25 payable to the State for the fees.
3. **Okeeheelee Apartment Partners, Ltd.** - please file the Certificate of Limited Partnership and Affidavit of Capital Contributions for the partnership. I will need a certified copy and a Certificate of Good Standing for the partnership. Enclosed is an original and one copy of the documents along with a check in the amount of \$148.75 to cover the fees.

Please fax these documents asap to my attention at (83) 579-0145 and then, return the originals to my attention via overnight service and bill our Federal Express account number 1148-8894-0. I understand that there may be additional fees for *rush service*, however, it is urgent that we have a 24-hour turnaround on this request.

Thank you for your assistance in this matter. Please phone if you have any questions.

Sincerely,

*Virginia A. Reed*  
Virginia A. Reed  
Administrative Assistant

/var

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98 MAR 26 PM 3:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

K. Rolfe MAR 26 1998

# ARTICLES OF INCORPORATION OF OKEEHEELEE APARTMENTS, INC.

## ARTICLE I - Name

The name of this corporation is OKEEHEELEE APARTMENTS, INC.

## ARTICLE II - Duration

This corporation shall have perpetual existence.

## ARTICLE III - Purpose

This corporation is organized to include the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes (1993) as presently enacted and as it may be amended from time to time.

## ARTICLE IV - Capital Stock

This corporation is authorized to issue 1,000,000 shares of One Dollar (\$1.00) per value common stock, which shall be designated as "Common Shares."

## ARTICLE V - Preemptive Rights

Every shareholder, upon an offer for sale for cash of any new stock or authorized but unissued stock of this corporation of the same kind, class or series as that which he already holds, 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 VI - Initial Registered Office and Agent

The street address of the initial registered agent and the principal office of this corporation is 11300 Fourth Street North, St. Petersburg, Florida 33716-2940, and the name of the initial registered agent of this corporation at that address is **James M. Chadwick**.

## ARTICLE VII - Initial Board of Directors

This corporation shall have two (2) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

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TALLAHASSEE, FLORIDA

Name

James M. Chadwick

M. Steven Sembler

Address

11300 Fourth Street North, Suite 200  
St. Petersburg, FL 33716-2940

11300 Fourth Street North, Suite 200  
St. Petersburg, FL 33716-2940

ARTICLE VIII - Incorporators

The name and address of the person signing these Articles:

Name

James M. Chadwick

Address

11300 Fourth Street North, Suite 200  
St. Petersburg, FL 33716-2940

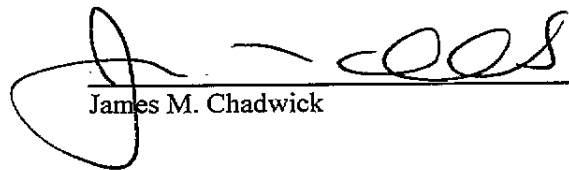
ARTICLE IX - Indemnification

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

ARTICLE X - Amendment

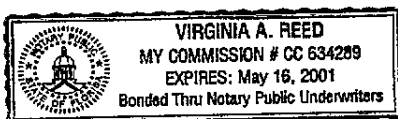
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, any right conferred upon the shareholders is subject to this reservation.

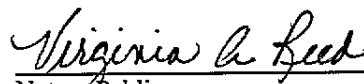
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25th day of March, 1998.

  
James M. Chadwick

STATE OF FLORIDA           )  
COUNTY OF PINELLAS       )

The foregoing instrument was acknowledged before me this 25th day of March, 1997 by JAMES M. CHADWICK.



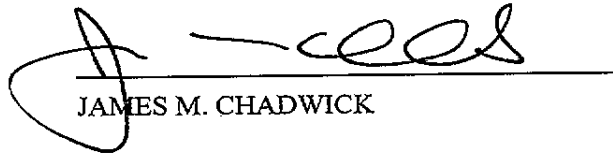
  
Notary Public  
My commission expires: 05/16/2001

**CERTIFICATE DESIGNATING REGISTERED AGENT AND STREET ADDRESS  
FOR SERVICE OF PROCESS WITHIN FLORIDA**

Pursuant to Florida Statute 48.091, OKEEHEELEE APARTMENTS, INC., desiring to organize under the laws of the State of Florida, hereby designates **James M. Chadwick**, located at 11300 Fourth Street North, Suite 200, St. Petersburg, Florida 33716-2940, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation at the place designated above, and agrees to comply with the provisions of Florida Statute 48.091(2) relative to maintaining an office for the service of process.

  
JAMES M. CHADWICK

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