

CAPITAL CONNECTION, INC.

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

P9800000 42640

Seagrove Joint Venture,
Inc.

400002519844--7
-05/12/98--01001--019
****122.50 ****122.50

EFFECTIVE DATE

5-8-98

Signature _____

Requested by: Cher

5-11

214

Name

Date

Time

Walk-In

Will Pick Up

☒ Art of Inc. File _____
☐ LTD Partnership File _____
☐ Foreign Corp. File _____
☐ L.C. File _____
☐ Fictitious Name File _____
☐ Trade/Service Mark _____
☐ Merger File _____
☐ Art. of Amend. File _____
☐ RA Resignation _____
☐ Dissolution / Withdrawal _____
☐ Annual Report / Reinstatement _____
☒ Cert. Copy _____
☐ Photo Copy _____
☒ Certificate of Good Standing _____
☐ Certificate of Status _____
☐ Certificate of Fictitious Name _____
☐ Corp Record Search _____
☐ Officer Search _____
☐ Fictitious Search _____
☐ Fictitious Owner Search _____
☐ Vehicle Search _____
☐ Driving Record _____
☐ UCC 1 or 3 File _____
☐ UCC 11 Search _____
☐ UCC 11 Retrieval _____
☐ Courier _____

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-05/12/98--01001--020
*****8.75 *****8.75

FILED
98 MAY 11 AM 10:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
90 MAY 11 PM 3:24
DIVISION OF CORPORATION

9/5-12-98

ARTICLES OF INCORPORATION
OF
SEAGROVE JOINT VENTURE, INC.

EFFECTIVE DATE

5-8-98

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:

Seagrove Joint Venture, Inc.

The principal and mailing address of the corporation is:

4935 East County Highway 30-A, Suite 3
Seagrove Beach, Florida 32549

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II
PURPOSE

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 share.

ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT

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

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

ARTICLE V
INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law.

The names and addresses of the initial directors of this corporation are:

NAME	ADDRESS
Edward T. Johnson	307 Osceola Court Niceville, Florida 32578
Kenneth E. Batur	4935 East County Highway 30-A, Suite 3 Seagrove Beach, Florida 32459

ARTICLE VI
INCORPORATORS

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

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

ARTICLE VII
EFFECTIVE DATE

These Articles of Incorporation for Seagrove Joint Venture, Inc. shall be effective the 8th day of May, 1998.

ARTICLE VIII
BYLAW AMENDMENT

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

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
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 XI
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 XII
BYLAWS

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 24th day of May, 1998.


Dana C. Matthews

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 _____ as identification, to be the person described in and who executed the foregoing ARTICLES OF INCORPORATION and he acknowledged before me that he executed same.

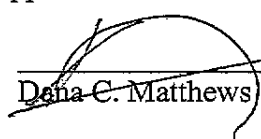
WITNESS my hand and official seal in the county and state last aforesaid this 24th day of May, 1998.




NOTARY PUBLIC
My Commission Expires: _____

ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT the designation and appointment as initial registered agent for this corporation.


Dana C. Matthews

EFFECTIVE DATE

5-8-98

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TALLAHASSEE, FLORIDA

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