

CAPITAL CONNECTION, INC.

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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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~~Halcyon~~
Halcyon Beach, Inc.

- ☒ 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

Signature

Requested by: AS

5/13/98 10:20

Name

Date

Time

Will Pick Up

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98 MAY 13 PM 1:26
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION
OF
HALCYON BEACH, INC.

The undersigned subscriber to the Articles of Incorporation, a natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

The name of the corporation is:

HALCYON BEACH, INC.

II. TERM OF EXISTENCE

The Corporation shall exist in perpetuity. The date and time of the commencement of the corporate existence shall be the time of the filing of the Articles of Incorporation by the Department of State.

III. NATURE OF BUSINESS

The general nature of the business is to be conducted by this corporation is limited to:

THIS CORPORATION IS ORGANIZED FOR THE PURPOSES OF CONDUCTING ANY AND ALL LAWFUL BUSINESS ENTERPRISES PERMITTED UNDER THE LAWS OF THE STATE OF FLORIDA, INCLUDING BUT NOT LIMITED TO RESIDENTIAL HOUSING UNITS AND TRAILER PARK, AND OTHER RELATED SERVICES AND RELATED BUSINESS, OR ANY BUSINESS ACTIVITY.

IV. INITIAL REGISTERED AGENT and ADDRESS

The initial registered agent of the Corporation and his address is : LARRY R. ERSKINE, ESQ.
31211 AVENUE A
BIG PINE KEY, FL 33043

V. PRINCIPAL ADDRESS OF CORPORATION

The PRINCIPAL ADDRESS OF THE CORPORATION is:

AVENUE B & WATSON BLVD.
P. O. BOX 431956
BIG PINE KEY, FL 33043

VI. DIRECTORS

This corporation, shall be exercised by a board of 1 director. The number of directors may be increased from time to time by bylaws adopted by the stockholders.

VII. INITIAL DIRECTORS AND OFFICERS

The name and address of the initial director(s) and officers are as follows:

ROGER W. CONLEY
224 ASHBY CIRCLE
VERSAILLES, KY 40383

VIII. INCORPORATOR

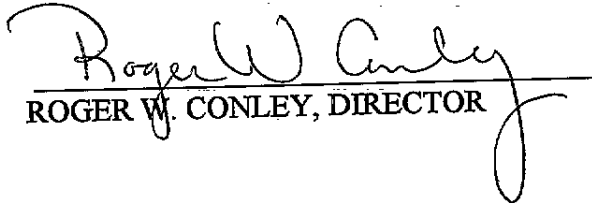
The incorporator is: ROGER W. CONLEY

IX. AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all of the Directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

X. CAPITAL STOCK

The Maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having 1.00 par value per share.



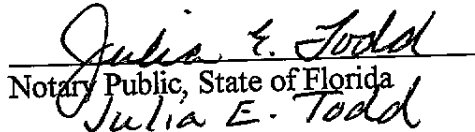
ROGER W. CONLEY, DIRECTOR

STATE OF FLORIDA
COUNTY OF MONROE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, **ROGER W. CONLEY**, to me known to be the individuals described in and who executed the foregoing and acknowledged before me that they executed the same freely and voluntarily for the purposes therein expressed.

IN WITNESS WHEREOF, I hereunto set my hand and official seal at 31211 Avenue A, Big Pine Key, said County and State, this 12th day of May, 1998. They are the personally known or have produced DRIVER'S LICENSE as identification.

(Seal)



Notary Public, State of Florida
Julia E. Todd

My Commission Expires:



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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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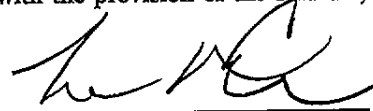
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In pursuant of Chapter 48.089, Florida Statutes, the following is submitted in compliance with said act:

FIRST - Halcyon Beach, Inc., desiring to organize under the laws of the State of Florida, with its principal corporate office at Avenue B & Watson Blvd., Big Pine Key, FL 33043 and the office of the Registered Agent, as indicated in the Articles of Incorporation, at 31211 Avenue A, Big Pine Key, FL 33043, named Larry R. Erskine, Esq. as its agent to accept service of process from the state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in the Certificate, I, the undersigned, hereby accept the said appointment, with the provision of the said act, as to keeping open said office.

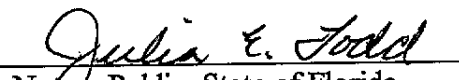


LARRY R. ERSKINE

STATE OF FLORIDA
COUNTY OF MONROE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, Larry R. Erskine, to me known to be the individual described in and who executed the foregoing and acknowledged before me that he, executed the same freely and voluntarily for the purposes therein expressed.

IN WITNESS WHEREOF, I hereunto set my hand and official seal in the county of Monroe, State of Florida,
12th day of May, 1998. He is _____ personally known or has produced the following form of picture
identification: Driver's License


Notary Public, State of Florida
Julia E. Todd

My Commission Expires:



JULIA E. TODD
COMMISSION # CC 377319
EXPIRES JUL 4, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.