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| Requestor's Name  |                                  | 98 MAY 20                   | 98 MAY 20 PM 3:50                          |  |
|                   |                                  | SECRETARY O<br>TALLAHASSEE, | F STATE<br>FLORIDA                         |  |
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| City/State/Zip    | Phone #                          | Office Use Only             | ,  |  |
| CORPORATION NA    | ME(S) & DOCUMENT NU              | MBER(S), (if known):        |  |  |
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|                   | Will wait Photocopy              | <u></u>                     | , ,  |  |
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| EW FILINGS        | AMENDMENTS ::                    | 1 nontir                    | mation                                     |  |
| Profit            | Amendment                        |                             |  |  |
| NonProfit         | Resignation of R.A., Officer/ Di | rector WPX                  |  |  |
| Limited Liability | Change of Registered Agent       |                             | 5303152                                    |  |
| Domestication _   | Dissolution/Withdrawal           | -05/20<br>*****             | 5303152<br>/9801063014<br>70.00 *****70.00 |  |
| Other             | Merger                           |                             | 1 2 4 4 4                                  |  |
| OTHER FILINGS     | REGISTRATION/                    |                             |  |  |
| Annual Report     | QUALIFICATION                    |                             |  |  |
| Fictitious Name   | Foreign                          |                             | -  |  |
| Name Reservation  | Limited Partnership              | -(Q)                        |  |  |
|                   | Reinstatement                    | MAY 2                       | 1998                                       |  |
|                   | Trademark                        | MAY 2                       | •  |  |
|                   | Other                            | P. Hall                     |  |  |
| _                 |                                  | To the Testis To            | *  |  |
|                   |                                  | Examiner's Initials         |  |  |

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION PORTOFINO AT PENSACOLA BEACH, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

#### ARTICLE I NAME

The name of the Corporation shall be:

PORTOFINO AT PENSACOLA BEACH, INC.

#### ARTICLE II PRINCIPLE OFFICE

The principle place of business of this corporation shall be C/O James S. Campbell, Beggs and Lane, Atorneys and Counselors at Law 3 West Garden Street, 7th Floor Blount Building, Pensacola, FL 32501

#### ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10 shares at no (\$1.00) par value per share.

# ARTICLE IV INITIAL REGISTERED AGENT NAME AND STREET ADDRESS

The name initial registered agent is Lokmanya, Inc. dba/ Pacific Photocopy and Research Services whose address is 1018 Thomasville Road, Suite B-200, Tallahassee, Florida 32303.

The undersigned incorporator has executed these Articles of Incorporation this 20th day of May, 1998.

Karen Hope Yore/as Agent

### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED AGENT OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, F.S., THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name of the Corporation is:

PORTOFINO AT PENSACOLA BEACH, INC.

The name and address of the registered agent and office is:

Lokmanya, Inc. dba/ Pacific Photocopy and Research Services 1018 Thomasville Road, Suite B-200 Tallahassee, Florida 32301 Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

The year

Karen Hope Yore/ as Agent \ \
Director of Operations, Tallahassee Office
Lokmanya, Inc dba/ Pacific Photocopy & Research
Services

Dated this 20th day of May, 1998.

98 MAY 20 PM 3: 5
SECRETARY OF STATE
TALL ANA SSEE EI ABIN