



EMERALD COAST TITLE

SERVICES, INC.

P98000047624

May 22, 1998

George Firestone Building
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

900002535429-2

-05/26/98-01080-015

****122.50 ****122.50

RE: Emerald Surf Developers, Inc.

Dear Gentlemen:

Please find enclosed:

1. Check #1075 in the amount of \$122.50 for filing fees
2. Original Articles of Incorporation
3. One copy of the Articles of Incorporation.

Please file the Articles and return documentation to:

A. Delys Dearmon
c/o Emerald Coast Title Services, Inc.
151 Regions Way
Building 1, Suite A
Destin, Florida 32541.

FILED
98 MAY 26 AM 11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

If I can be of further assistance to you, please do not hesitate to call me at
(850) 650-0077.

Very truly yours,

A. Delys Dearmon

ADD/clk

9/15-28-98

ARTICLES OF INCORPORATION
OF
EMERALD SURF DEVELOPERS, INC.

FILED
98 MAY 26 AM 11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby makes, subscribes, acknowledges, and files this certificate for the purpose of becoming a corporation for profit under the laws of the State of Florida.

1. Name. The name of this corporation (the "Corporation") shall be:

EMERALD SURF DEVELOPERS, INC..

2. Purpose. This Corporation may engage in any activity or business permitted under the laws of the United States and of this State.

3. Stock. The capital stock of this Corporation shall consist of Seven Thousand Five Hundred (7,500) shares of common stock having a par value of One Dollar (\$1.00) per share.

4. Term. This Corporation shall have a perpetual existence.

5. Address. The initial street address of the principal office of this Corporation is 151 Regions Way, Building 1, Suite A, Destin, Florida 32541, and A. Delys Dearmon, 151 Regions Way, Building 1, Suite A, Destin, Florida 32541, is hereby designated as resident agent for this Corporation.

6. Number of Directors. This corporation shall initially have one (1) director, but the By-Laws of this Corporation may provide for such increase in the number thereof as is authorized by law.

7. Director. The name and street address of the first Board

of Directors is as follows:

<u>Name</u>	<u>Street Address</u>
A. Delys Dearmon	151 Regions Way, Building 1, Suite A Destin, Florida 32541

8. Subscriber. The name and street address of the subscriber to this Certificate of Incorporation is as follows:

<u>Name</u>	<u>Street Address</u>
A. Delys Dearmon	151 Regions Way, Building 1, Suite A Destin, Florida 32541

9. Officers. The officers of this Corporation shall be a President and Secretary and such other offices or agents as may be deemed necessary. All officers, agents or employees as may be necessary shall be chosen in such a manner, hold offices for such time, and have such power and duties as may be prescribed by the By-Laws or determined by the Board of Directors. Any person may hold two (2) or more offices.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set my hand and seal this 22nd day of May, 1998, for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make and file in the office of the Secretary of State of Florida this Certificate of Incorporation and certify that the facts herein stated are true.

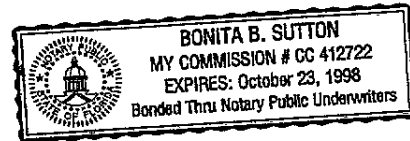

A. Delys Dearmon

STATE OF FLORIDA

COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 22nd day of May, 1998, by A. Delys Dearmon, who is personally known to me.

Bonita B. Sutton
NOTARY PUBLIC




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

In pursuance of Chapter 48.901, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that EMERALD SURF DEVELOPERS, INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at City of Destin, County of Okaloosa, State of Florida, has named A. Delys Dearmon, 151 Regions Way, Building 1, Suite A, County of Okaloosa, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept the Act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



A. Delys Dearmon
(Resident Agent)

FILED
98 MAY 26 AM 11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA