

SOUTH SHORES PROPERTIES, INC.

306 South Geronimo

Destin, Florida 32541

850/837-5657

June 23, 1998

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

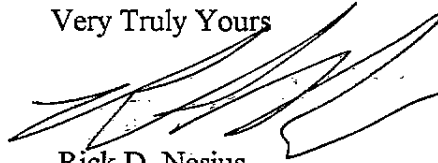
300002572133--0
-06/25/98--01033--005
***131.25 ***131.25

Re: Incorporation of South Shores Properties, Inc. and acceptance by registered agent.

Dear Sir or Madam:


Enclosed please find the an original and two Articles of Incorporation of South Shores Properties, Inc. and \$131.25 for filing fee, certified copy & certificate. Please also find a return envelope for the return of a copy of all filed documents. If there are any problems with the filing, please contact the undersigned at the above listed phone number. Thank you for your assistance.

Very Truly Yours



Rick D. Nesius

FILED
98 JUN 25 AM 11:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

3
JUN 26 1998


**ARTICLES OF INCORPORATION
OF
SOUTH SHORES PROPERTIES, INC.**

FILED
98 JUN 25 AM 11:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

Name

The name of the corporation is South Shores Properties, Inc.

ARTICLE II

Duration

The period of existence of the corporation is perpetual.

ARTICLE III

Principal Office and Mailing Address

The principal place of business of the corporation is at 306 South Geronimo Street, Destin, Florida. The mailing address of the corporation is 306 South Geronimo, Destin Florida 32541.

ARTICLE IV

Registered Office and Registered Agent

The initial registered office is at 306 South Geronimo, Destin, Florida 32541. The name of the initial registered agent at that address is Rick D. Nesius.

ARTICLE V

Authorized Shares

The corporation is authorized to issue 1000 shares of common stock having no par value.

ARTICLE VI

Directors

The initial board of directors shall consist of Two (2) members.

ARTICLE VII

Incorporators

The names and addresses of the incorporator is: Rick D. Nesius, 320 Sand Myrtle Trail, Destin, Florida 32541 and Shannon K. Nesius, 320 Sand Myrtle Trail, Destin, Florida 32541..

ARTICLE VIII

Commencement of Existence

The corporation's existence shall begin upon filing.

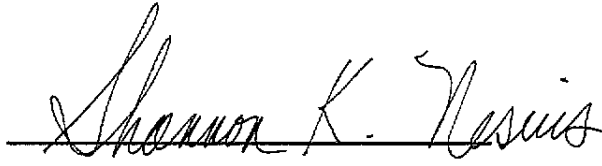
[Continue]

IN WITNESS WHEREOF, we have executed these articles of incorporation this 23rd day of June, 1998.

Incorporators:



Rick D. Nesius

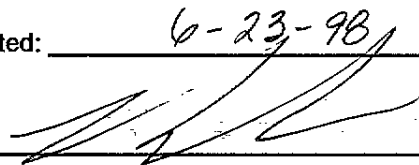


Shannon K. Nesius

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above-named 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.

Dated: 6-23-98



Rick D. Nesius

FILED
98 JUN 25 AM 11:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA