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Requestor's Name Stowell Anton & Kraemer
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. BAYWOODS VACATION HOMES, INC.
Island Capital Ventures
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
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<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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P. Hall

Examiner's Initials

STOWELL, ANTON & KRAEMER

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(850)222-1055

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GARY J. ANTON

BOARD CERTIFIED CIVIL TRIAL LAWYER

BRYAN J. KIEFER

MARY K. KRAEMER

STEPHEN L. SPECTOR

MICHAEL P. SPELLMAN

SANDRA P. STOCKWELL

BOARD CERTIFIED REAL ESTATE LAWYER

DOUGLAS L. STOWELL

SAMANTHA D. BOGE

OF COUNSEL

ARBITRATOR FOR

AMERICAN ARBITRATION ASSOCIATION

CERTIFIED MEDIATOR

June 30, 1998

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

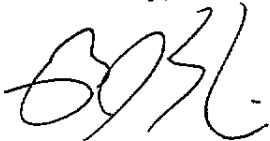
Re: Articles of Incorporation for
BAYWOODS VACATION HOMES, INC.

Dear Sir/Madam:

Enclosed please find an original and two copies of the Articles of Incorporation for BAYWOODS VACATION HOMES, INC., together with a check in the amount of \$70.00 representing the filing fee.

Please return the copies of the filed Articles of Incorporation to the address noted above. Thank you for your assistance and should you have any questions concerning this matter, please do not hesitate to contact me.

Sincerely,



Bryan J. Kiefer

encl.

ARTICLES OF INCORPORATION
FOR
BAYWOODS VACATION HOMES, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I.

Corporate Name

The name of this corporation is BAYWOODS VACATION HOMES, INC.

Article II.

Nature of Business and Powers

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

Article III.

Capital Stock

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock having a par value of One Dollar (\$1.00) per share.

Article IV.

Term of Existence

This Corporation shall have perpetual existence commencing upon filing of these Articles of Incorporation.

Article V.

Pre-Emptive Rights

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

Article VI.

Registered Agent and Initial Registered and Principal Office

The Registered Agent and the street address of the initial Registered and Principal Office of this Corporation in the State of Florida shall be:

Bryan J. Kiefer	221 E. Mitchell Ave.
	Santa Rosa Beach, FL 32459

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

Article VII.

Board of Directors

This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than one.

Article VIII.

Initial Directors

The name of the initial directors of this Corporation and their addresses are:

Scott Wensel	221 E. Mitchell Ave. Santa Rosa Beach, FL 32459
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Sundi Reynolds	221 E. Mitchell Ave. Santa Rosa Beach, FL 32459
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The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

Article IX.

Incorporator

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Bryan J. Kiefer	221 E. Mitchell Ave. Santa Rosa Beach, FL 32459
-----------------	--

Article X.

Cumulative Voting

Each Shareholder entitled to vote shall have a number of votes equal to the number of voting shares held by the Shareholder multiplied by the number of Directors that the Shareholder may elect. The Shareholder may cast all such votes for a single

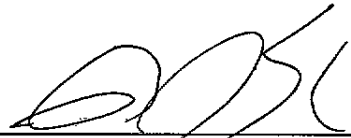
candidate or may distribute them among some or all of the candidates. The exercise of this right shall be termed cumulative voting.

Article XI.

Amendment

These Articles of Incorporation may be amended in the following manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator and Registered Agent, has executed the foregoing Articles of Incorporation on the 30th day of June, 1998.


BRYAN J. KIEFER

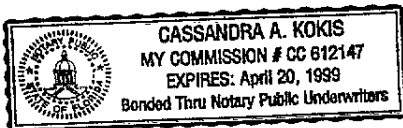
STATE OF FLORIDA
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this 30 day of June, 1998, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared BRYAN J. KIEFER, who is personally known to me or who has produced the identification identified below, who is the person described in and who executed the foregoing instrument, and who after being duly sworn says that the execution hereof is his/her free act and deed for the uses and purposes herein mentioned.

SWORN TO AND SUBSCRIBED before me on the day and year last aforesaid.

☒ To me personally known

Identified by Driver's License Number _____
issued by the State of _____



Cassandra A. Kokis
Notary Public
Typed Name: _____
My Commission Expires: _____
Commission No.: _____

I, BRYAN J. KIEFER, am hereby familiar with and accept the duties and responsibilities as Registered Agent for BAYWOODS VACATION HOMES, INC.

B. J. Kiefer
BRYAN J. KIEFER
Registered Agent

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TALLAHASSEE, FLORIDA