THE UNITED STATES

ACCOUNT NO. : 072100000032

REFERENCE: 879439 7158500

COST LIMIT :

ORDER DATE : July 2, 1998

ORDER TIME : 2:51 PM

CORPORATION

ORDER NO. : 879439-005

CUSTOMER NO: 7158500

CUSTOMER: Suzanne N. Whibbs, Esq

WHIBBS & WHIBBS, P.A.

ATTORNEYS AT LAW

421 North Palafox Street 300002579653-

Pensacola, FL 32501

DOMESTIC FILING

NAME:

TRADEWINDS PROPERTIES OF

PENSACOLA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION ____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ___ CERTIFIED COPY

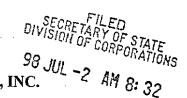
PLAIN STAMPED COPY

_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Turner

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION OF 98 TRADEWINDS PROPERTIES OF PENSACOLA, INC.



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

ARTICLE I NAME

The name of the corporation shall be Tradewinds Properties of Pensacola, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 601 S. Palafox Street, Pensacola, Florida 32501.

ARTICLE III PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States or the State of Florida.

ARTICLE IV DURATION

This corporation shall exist perpetually, commencing upon the date of filing these Articles of Incorporation with the State of Florida.

ARTICLE V CAPITAL STOCK

The number of shares that this corporation is authorized to issue one thousand (1,000) shares of One Dollar (\$1.00) par value common stock, all of one class and series.

ARTICLE VI PREEMPTIVE RIGHTS

Every shareholder upon the sale 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 VII INITIAL REGISTERED AGENT AND OFFICE

The street address of this corporation's initial registered office is 421 N. Palafox Street, Pensacola, Florida 32501, and the name of this corporation's initial registered agent is Suzanne N. Whibbs.

ARTICLE VIII INCORPORATOR

The name and the address of the incorporator is Suzanne N. Whibbs, 421 N. Palafox Street, Pensacola, Florida 32501.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1st day of July, 1998.

Suzanne N. Whibbs, Incorporator

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this the 1st day of July, 1998, by Suzanne N. Whibbs, who personally appeared before me and is personally known to me.

DEBORAH JEAN MARSHBURN
MY COMMISSION # CC 723573
OF NO EXPIRES: March 14, 2002
1-500-3-NOTARY Fig. Notary Service & Bonding Co.

NOTARY PUBLIC - State of Florida

CERTIFICATE OF DESIGNATION OF RESIDENT AGENT/REGISTERED OFFICE

Pursuant to the provision of Section 607.0501 or 617.0501, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/office, in the State of Florida.

- 1. The name of the Corporation is: TRADEWINDS PROPERTIES OF PENSACOLA, INC.
- 2. The name and address of the registered agent and office is:

Suzanne N. Whibbs 421 N. Palafox Street Pensacola, Florida 32501

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.

Dated this 1st day of July, 1998.

Suzanne N. Whibbs

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