TRANSMITTAL LETTER

P980000 63973

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

> 700002593637--1 -07/21/98--01009--001

SUBJECT:

SANTA ROSA BEACH DEVELOPMENT_CORP I

(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

- \$70.00
- \$78.75
- Filing Fee
- Filing Fee
- & Certificate
- **\$122.50**
- \$131.25
- Filing Fee
- Filing Fee,
- & Certified Copy
- Certified Copy
- & Certificate

ADDITIONAL COPY REQUIRED

FROM: GEORGE F. MAYNARD, ESO.

Name (Printed or typed)

600 WEST PEACHTREE STREET, SUITE 1200

Address

ATLANTA, GEORGIA 30308

City, State & Zip

(404) 817-3536

Daytime Telephone number

AUTHORIXATION BY PHONE TO
CORRECT
DATE
DOC EXAM

NOTE: Please provide the original and one copy of the articles.

SECRETARY OF STATE

APPROVED AND FILED

98 JUL 17 PM12: 49

ARTICLES OF INCORPORATION

SECRETARY OF STATE TALLAHASSEE, FLORIDA

OF

SANTA ROSA BEACH DEVELOPMENT CORP I

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

The name of the corporation is Santa Rosa Beach Development Corp I (hereinafter referred to as the "Corporation").

ARTICLE II

The mailing address of the initial principal office of the Corporation shall be 600 West Peachtree Street, Suite 1200, Atlanta, Georgia 30308.

ARTICLE III

The Corporation shall have authority to issue not more than 10,000 shares of common stock, each of no par value.

ARTICLE IV

The street address of the initial registered office of the corporation shall be 1380 Northeast Miami Gardens Drive, Suite 246, North Miami Beach, Florida 33179. The initial registered agent at that address shall be Mark L. Rosen, Esq.

ARTICLE V

The name and address of the incorporator is: George F. Maynard, Esq., Burr & Forman LLP, 600 West Peachtree Street, Suite 1200, Atlanta, Georgia 30308.

IN WITNESS WHEREOF, I have executed these articles of incorporation this 13th day of July, 1998.

George F. Maynard, Esq.

Having been named as registered agent and to accept service of process for the 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 oblgations of my position as registered agent.

Mark L. Rosen, Esq.

98 JUL | 7 PM 12: 49
SECRETARY OF STATE
TAIL AHASSEE, FLORIDA