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**LYNDA SEXTON SANDERS, C.P.A.**

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P.O. BOX 2220  
ST. AUGUSTINE, FL 32085-2220  
824-2276 FAX 825-0187

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FILED  
98 JUL 22 AM 7:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

July 9, 1998

Department of Corporations  
P O Box 6327  
Tallahassee, FL 32314

Re: Blackstone of St. Augustine, Inc.

Gentlemen:

Enclosed are the Articles of Incorporation for Blackstone of St. Augustine, Inc. and a check for \$122.50 payable to the Secretary of State.

Please send letter with charter number and Articles of Incorporation to me so that I can obtain the proper federal and state identification numbers.

Thank you.

Sincerely,

  
Lynda S. Sanders

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-07/22/98--01040--011  
\*\*\*122.50 \*\*\*122.50

F. CHESSEB

JUL 24 1998

**ARTICLES OF INCORPORATION  
OF  
BLACKSTONE OF ST. AUGUSTINE, INC.**

**FILED**  
**98 JUL 22 AM 7:52**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**Article I – Name**

The name of this corporation is Blackstone of St. Augustine, Inc.

**Article II – Nature of Business**

This corporation may engage in any activity or any business permitted under the laws of America or the State of Florida.

**Article III – Capital Stock**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is ONE THOUSAND (1,000) shares of common stock having a nominal or par value of \$1.00 per share.

**Article IV – Initial Capital**

The amount of capital with which this corporation will begin is ONE THOUSAND DOLLARS (\$1,000.00).

**Article V – Term of Existence**

This corporation is to exist perpetually.

**Article VI – Address**

The initial address of the principal place of business for this corporation in the State of Florida is 1260A North Ponce de Leon Blvd., St. Augustine, FL 32084.

**Article VII – Directors**

This corporation will have two directors initially. The number of directors may be increased or diminished from time to time by the bylaws adopted by the stockholders but never be less than one (1).

**Article VIII – Initial Directors**

The name and address of the members of the first Board of Directors, who unless otherwise provided by the Articles of Incorporation will hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified are:

Dean Peterson

1260A North Ponce de Leon Blvd.  
St. Augustine, FL 32084

Pamela Peterson

1260A North Ponce de Leon Blvd.  
St. Augustine, FL 32084

**Article IX – Subscribers**

The subscribers to these Articles of Incorporation are also the initial directors whose name and address appear in Article VIII above.

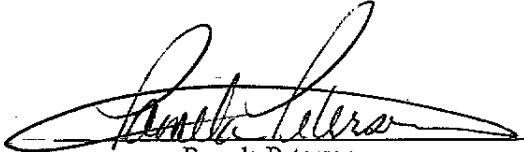
**Article X – Amendment**

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

**Article XI – Resident Agent**

The resident agent herein will be Dean Peterson, 1260a North Ponce de Leon Blvd., St. Augustine, FL 32084

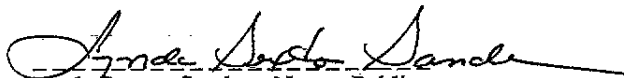
  
Dean Peterson

  
Pamela Peterson

State of Florida  
County of St. Johns

I hereby certify that on this day personally appeared before me, a Notary Public, duly authorized in the State and County named above to take acknowledgements, Dean Peterson and Pamela Peterson, to me known to be the persons described as subscribers and who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State above named this 9th day of July 1998.

  
Lynda Sexton Sanders, Notary Public

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IDENTIFICATION – To me personally known.

ACCEPTANCE OF REGISTERED AGENT:

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
Dean Peterson