

*\* Please call when ready*  
*Alissa 222-1055*

**P98000067292**

*Staveland & Kraemer*  
 Requestor's Name

*211 E. Call Street*  
 Address

*Tallahassee FL 32301 222-1055*  
 City/State/Zip 32301 Phone #

98 JUL 31 PM 2:47

SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

Office Use Only

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

1. THE BEACHSIDE AT CARILLON COMPANY  
 (Corporation Name) (Document #)
2. \_\_\_\_\_  
 (Corporation Name) (Document #)
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
4. \_\_\_\_\_  
 (Corporation Name) (Document #)

- Walk in   
  Pick up time \_\_\_\_\_   
  Certified Copy  
 Mail out   
  Will wait   
  Photocopy   
  Certificate of Status

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<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

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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

*P. Hall*  
**JUL 31 1998**  
 (4)

Examiner's Initials

ARTICLES OF INCORPORATION  
OF  
THE BEACHSIDE AT CARILLON COMPANY

FILED  
98 JUL 31 PM 2:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be The Beachside at Carillon Company.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the Secretary of State. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 10,000 shares of common capital stock with a par value of \$1.00 per share.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board of Directors shall be two. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board of Directors are:

Curtis H. Gwin  
36468 Emerald Coast Parkway  
Suite 1201  
Destin, FL 32541

Howard Ray Shoults  
36468 Emerald Coast Parkway  
Suite 1201  
Destin, FL 32541

ARTICLE VII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE VIII. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be:

36474 Emerald Coast Parkway  
Suite 4101  
Destin, FL 32541

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Mary K. Kraemer.

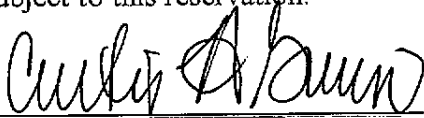
ARTICLE IX. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are:

Curtis H. Gwin  
36468 Emerald Coast Parkway  
Suite 1201  
Destin, FL 32541

ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

  
Curtis H. Gwin - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of The Beachside at Carillon Company. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for The Beachside at Carillon Company.

  
Mary K. Kraemer - Registered Agent