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THE UNITED STATES **CORPORATION**

ACCOUNT NO. : 07210000032

REFERENCE: 973913 9657A

AUTHORIZATION:

ORDER DATE: September 24, 1998

ORDER TIME: 8:59 AM

ORDER NO. : 973913-005

CUSTOMER NO:

9657A

CUSTOMER: Brenda Stivers, Legal Asst

ARTHUR I. JACOBS, PA

401 Centre Street

100002648801--4

Fernandina Beach, FL 32034

DOMESTIC FILING

NAME:

BEACHSIDE COMMONS I, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

__ PLAIN STAMPED COPY

__ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea

EXAMINER'S INITIALS:

DIVISION OF CORPORATIONS

98 SEP 25 AM 11: 27

ARTICLES OF INCORPORATION

OF

BEACHSIDE COMMONS I, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BEACHSIDE COMMONS I, INC.

The address of the principal office of this corporation shall be 2900 Atlantic Avenue, Suite 900, Fernandina Beach, Florida 32034, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Richard P. Smyth Dir.

2900 Atlantic Avenue, Suite 900 Fernandina Beach, Florida 32034

Joseph C. Powell Dir.

... Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Richard P. Smyth President

2900 Atlantic Avenue, Suite 900 Fernandina Beach, Florida 32034

Joseph C Powell Vice President

Same

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on September 24, 1998.

CORPORATION SERVICE COMPANY

Its Agent, Karen B. Rozar

DIVISION OF CORPORATIONS

98 SEP 25 AM 11:27

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

Its Agent, Karen B. Rozar

ACG/sal