

P98000091262

EMERALD COAST TITLE SERVICES, INC.

151 REGIONS WAY
BUILDING 1, SUITE A
DESTIN, FLORIDA 32541
(850) 650-0077
(850) 650-0011 FAX

October 23, 1998

Florida Department of State
Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

200002672322--9
-10/26/98--01079--014
****122.50 *****78.75

RE: Junes' Dunes, Inc.

Dear Gentlemen:

As a courtesy to our customer, we have been ask to file the above corporation. Enclosed you will find our check for \$122.50, which represents fees for filing and a certified copy.

Please mail the certified copy to the above address. If you have any questions, please call me, (850) 650-0077.

Sincerely,

Casey Kent

Casey Kent
Administrative Assistant

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enclo.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 26 AM 10:34

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DIVISION OF CORPORATIONS

98 OCT 26 AM 10:34

ARTICLES OF INCORPORATION
OF

JUNES' DUNES, INC.

The undersigned hereby makes, subscribes, acknowledges, and files this certificate for the purpose of becoming a corporation for profit under the laws of the State of Florida.

1. Name. The name of this corporation (the "Corporation") shall be:

JUNES' DUNES, INC.

2. Purpose. This Corporation may engage in any activity or business permitted under the laws of the United States and of this State.

3. Stock. The capital stock of this Corporation shall consist of Seven Thousand Five Hundred (7,500) shares of common stock having a par value of One Dollar (\$1.00) per share.

4. Term. This Corporation shall have a perpetual existence.

5. Address. The initial street address of the principal office of this Corporation is 1780 Highway 98, East, Destin, Florida 32541, and Dean Clinton White at 1780 Highway 98, East, Destin, Florida 32541, is hereby designated as resident agent for this Corporation.

6. Number of Directors. This corporation shall initially have one (1) director, but the By-Laws of this Corporation may provide for such increase in the number thereof as is authorized by law.

7. Director. The name and street address of the first Board

of Directors is as follows:

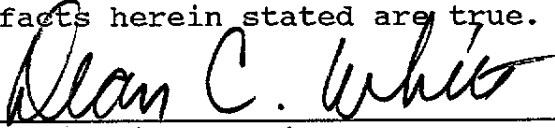
<u>Name</u>	<u>Street Address</u>
Dean Clinton White	1780 Highway 98, East Destin, Florida 32541

8. Subscriber. The name and street address of the subscriber to this Certificate of Incorporation is as follows:

<u>Name</u>	<u>Street Address</u>
Dean Clinton White	1780 Highway 98, East Destin, Florida 32541

10. Officers. The officers of this Corporation shall be a President and Secretary and such other offices or agents as may be deemed necessary. All officers, agents or employees as may be necessary shall be chosen in such a manner, hold offices for such time, and have such power and duties as may be prescribed by the By-Laws or determined by the Board of Directors. Any person may hold two (2) or more offices.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set my hand and seal this 23rd day of October, 1998, for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make and file in the office of the Secretary of State of Florida this Certificate of Incorporation and certify that the facts herein stated are true.


Dean Clinton White

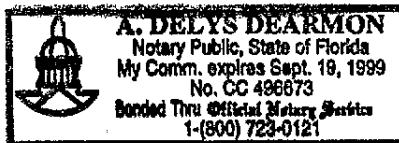
STATE OF FLORIDA

COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 23rd
day of October, 1998, by Dean Clinton White, who is personally
known to me.



NOTARY PUBLIC



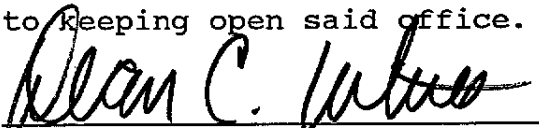
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.901, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that JONES' DUNES, INC., INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at City of Destin, County of Okaloosa, State of Florida, has named 1780 Highway 98, East, Destin, Florida 32541, County of Okaloosa, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept the Act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


Dean Clinton White
(Resident Agent)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 26 AM 10:35