P9000032778 WALTER G. WOODS, CHARTERED

ATTORNEY AT LAW

3388 N.E. SUGARHILL AVE.

JENSEN BEACH, FLORIDA 34957

WALTER G. WOODS BOARD CERTIFIED REAL ESTATE LAWYER

TEL: (561) 334-0108 FAX (561) 334-0608

April 5, 1999

000002830710--6 -04/06/99--01053--003 ****122.50 *****78.75

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: WALTON LANDING DEVELOPMENT, INC.

Gentlemen:

Please find enclosed an original and one copy of a proposed Charter for the above corporation.

Also enclosed is my check payable to your order in the amount of \$122.50 to cover the cost of filing for a domestic corporation, a corporation for profit, all amendments, a certificate of Registered Agent and the cost of a certified copy of the Charter. If there are any additional charges, please advise.

If everything is in order, I would appreciate your filing this corporation and sending me a duly certified copy of the articles. If this name is not available, please call me at (561) 334-0108, collect.

Thank you for your prompt attention to this matter.

Sincerely,

Walter G. Woods

VISION OF CORPORATIONS

WGW/aw Enclosures

FILED
SLURETARY OF STATE
SUBJECT OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

99 APR -6 PM 5: 27

WALTON LANDING DEVELOPMENT, INC.

ARTICLE I

NAME

The name of this corporation shall be: WALTON LANDING DEVELOPMENT, INC.

ARTICLE II

TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares of Common stock, each share having the par value of ONE (\$1.00) DOLLAR.

Authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE V

PRINCIPAL OFFICE

The street address of the principal office of this corporation is 935 N.W. Egret Court, Stuart, FL 34994.

ARTICLE VI

DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the Directors of this corporation are:

Mack Jordan 935 N.W. Egret Court Stuart, FL 34994

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

935 N.W. Egret Court, Stuart, FL 34994.

The name of the initial registered agent of this corporation at that address is:

Mack Jordan 935 N.W. Egret Court Stuart, FL 34994

ARTICLE VIII

<u>INCORPORATOR</u>

The names and addresses of the persons signing these Articles are:

Mack Jordan 935 N.W. Egret Court Stuart, FL 34994

ARTICLE IX

<u>AMENDMENTS</u>

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

ARTICLE X

EFFECTIVE DATE

The effective date of this corporation and these Articles shall be upon fling wiht the Florida Department of State.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this day of April, 1999.

MACK JORDAN

STATE OF FLORIDA

COUNTY OF MARTIN

The foregoing Articles of Incorporation were acknowledged before me this day of April, 1999, by Mack Jordan, as incorporator, who is are personally known to me,

[] who has/have produced

otary Public

My Commission Expires:

, as identification.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, WALTON LANDING DEVELOPMENT, INC., at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 5 day of April, 1999.

MACK JORDAN

Registered Agent

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