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MICHAEL WM MEAD

Attorney at Law

April 20, 1999

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24 WALTER MARTIN ROAD
FORT WALTON BEACH, FLORIDA 32549-1329
TELEPHONE (850) 243-3135
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Corporate Records Bureau Division of Corporations Department of State Post Office Box 6327 Tallahassee, Florida 32314

RE: AMERICAN INVESTMENTS OF NORTHWEST FLORIDA, INC.

#### Gentlemen:

Enclosed please find the original and one copy each of the Articles of Incorporation and Registered Agent form for filing regarding the above-referenced matter. Please file and return a certified copy to this office.

Also enclosed please find my check in the sum of \$122.50 which represents the following:

Filing fee \$ 35.00 Certified copies 52.50 Registered agent 35.00

Thank you for your assistance and cooperation in this matter.

Sincerely,

MICHAEL Wm MEAD

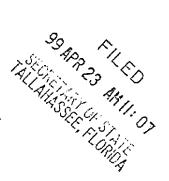
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Enclosures: a/s

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(corporate ltr)

99 APR 23 AM 11: 07 SECRETARY OF STATE TALLAHASSEE, FLORIDA



#### ARTICLES OF INCORPORATION

OF

#### AMERICAN INVESTMENTS OF NORTHWEST FLORIDA, INC.

The undersigned subscriber to these Articles of Incorporation, being a natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida.

### ARTICLE I.

The name of this corporation is:

AMERICAN INVESTMENTS OF NORTHWEST FLORIDA, INC.

## ARTICLE II. Nature of Business

The general nature of the business or businesses to be transacted by this corporation is the following: To do any and all acts authorized by the general laws of the State of Florida regardless of said principal purpose.

### ARTICLE III. Term of Existence

The term of existence of the corporation shall be perpetual.

### ARTICLE IV. Capital Stock

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

### ARTICLE V. Address

The principal place of business of this corporation shall be 4117 Indian Trail, Destin, Florida 32541, however, the business shall also be conducted at such other places, such other counties, and such other towns or cities within the State of Florida as may from time to time be authorized and directed by the shareholders.

#### ARTICLE VI. Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved at a stockholder's meeting by the majority of the stockholders entitled to vote thereon.

# ARTICLE VII. Management of Corporation Affairs

The business of this corporation shall be managed by its stockholders rather than by a Board of Directors. In the management of the business of the corporation, the act of the stockholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall be the act of the stockholders. Each stockholder shall be entitled to one

(1) vote in person or by proxy for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, present in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

### ARTICLE VIII. Officers

The name and address of the President, Secretary, and Treasurer is:

<u>Name</u>	<u>Address</u>	OTTICE
BRIAN K. JAMES	4117 Indian Trail Destin, Florida 32541	President/ Secretary/ Treasurer

#### ARTICLE IX. Subscribers

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The name and address of the subscriber of these

Articles of Incorporation and the number of shares he agrees
to take are as follows:

Name
Address

BRIAN K. JAMES
4117 Indian Trail
Destin, Florida 32541

### ARTICLE X. Registered Agent

The Registered Agent of the corporation shall be: BRIAN K. JAMES, and the street address of the office, place of business or location for the service of process within this State shall be: 4117 Indian Trail, Destin, Florida 32541.

# ARTICLE XI. Incorporator

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

BRIAN K. JAMES 4117 Indian Trail, Destin, Florida 32541

WITNESS WHEREOF, the undersigned has hereunto executed these presents this 20 th day of April, 1999.

STATE OF FLORIDA COUNTY OF OKALOOSA

SWORN TO AND SUBSCRIBED before me by Brian K. James, this 20th day of April, 1999,

 $\chi$  who is personally known to me, or

who has produced as identification.

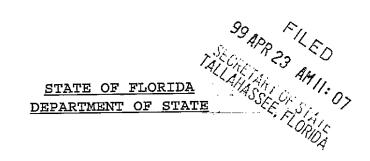
My Commission Expires:

OFFICIAL NOTARY SEAL MARILYN L WENTWORTH NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC470709 MY COMMISSION EXP. JULY 19,1999

MICHAEL WM MEAD ATTORNEY AT LAW 24 WALTER MARTIN ROAD P. O. DRAWER 1329 FORT WALTON BEACH,

FLORIDA 32549-1329

(american investments of northwest florida)



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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST:

AMERICAN INVESTMENTS OF NORTHWEST FLORIDA, INC.

desiring to organize under the laws of the State of
Florida, with its principal office, as indicated in the
Articles of Incorporation at 4117 Indian Trail, Destin,
Florida 32541, has named BRIAN K. JAMES, located at 4117
Indian Trail, Okaloosa County, Destin, Florida 32541, 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 place designated in this certificate, I hereby accept to act in this capacity, and agree—to comply with the provisions of said Act relative to keeping open said office.

BRIAN K. JAMES

MICHAEL WM MEAD ATTORNEY AT LAW 24 WALTER MARTIN ROAD P. O. DRAWER 1329 FORT WALTON BEACH, FLORIDA 32549-1329

(american investments reg. Agent)