

ATTORNEY AT LAW

JAMES C. BARTH

April 21, 1999

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DESTIN, FL 32541
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Via Federal Express Delivery

P99000037921

Florida Department of State
Division of Corporations
New Filing Section
Post Office Box 6327
Tallahassee, FL 32314

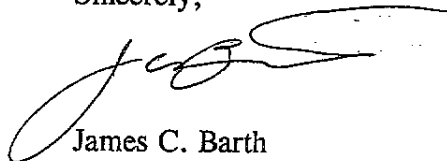
RE: MSP Developers, Inc.

900002847679--5
-04/22/99--01079--013
*****78.75 *****78.75

To Whom It May Concern:

Enclosed are the original Articles of Incorporation for MSP Developers, Inc., together with my acceptance as Registered Agent. Also enclosed is a check in the amount of \$78.75 to cover the costs of incorporation. Feel free to call me if you have any questions.

Sincerely,


James C. Barth

JCB:cab

Enclosures

FILED
99 APR 22 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ARTICLES OF INCORPORATION

OF

MSP DEVELOPERS, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is MSP Developers, Inc.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose is to develop real property and/or any business as permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The corporation shall have authority to issue One Hundred (100) shares of common stock, all of one class, One Dollar (\$1.00) par value.

ARTICLE V

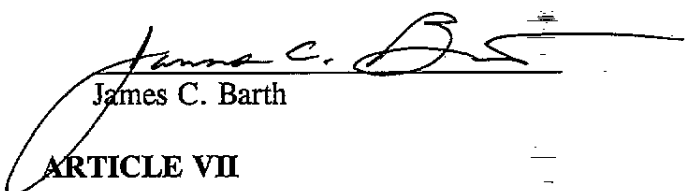
The address of its principal office is P. O. Box 1703, Santa Rosa Beach, Florida 32459.

ARTICLE VI

The address of its initial Registered Office is 30 South Shore Drive, Destin, Florida 32541, and the name of its initial Registered Agent at said address is James C. Barth.

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TALLAHASSEE FLORIDA

I hereby accept the appointment as Registered Agent and am familiar with the duties and responsibilities as Registered Agent of said corporation.


James C. Barth

ARTICLE VII

The number of directors constituting its initial Board of Directors is two, whose names and addresses are:

Thomas S. Patton P. O. Box 1703
Santa Rosa Beach, FL 32459

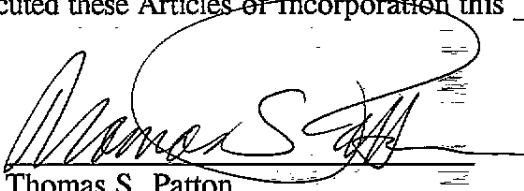
Mary S. Patton P. O. Box 1703
Santa Rosa Beach, FL 32459

ARTICLE VIII

The name and address of the incorporator is:

Thomas S. Patton P. O. Box 1703
Santa Rosa Beach, FL 32459

The undersigned incorporator has executed these Articles of Incorporation this 21 day of April, 1999.


Thomas S. Patton
Incorporator

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