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George and Phyllis Doolittle  
748 Duart Drive  
Orange Park, Florida 32073  
(904) 276-1145  
July 28, 1999

Florida Department of State  
Division of Corporations  
New Filings Section  
P.O. Box 6327  
Tallahassee, Florida 32314


800002946069--9  
-07/30/99-01063-001  
\*\*\*\*\*78.85 \*\*\*\*\*78.75

Dear Sir or Madam:

Attached you will find Articles of Incorporation for Osprey Cove Property Management, Inc., located in Clay County, Florida. We are submitting these articles for a new corporation to be filed with the State of Florida.

Should you have any questions or need anything further, please give us a call at (904) 276-1145. Thank you for your attention to this matter.

Sincerely,

  
George R. Doolittle

FILED  
99 JUL 30 PM 5:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**OSPREY COVE PROPERTY MANAGEMENT, INC.**

99 JUL 30 PM 5:25  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**  
***NAME***

The name of this corporation is **Osprey Cove Property Management, Inc.**

**ARTICLE II**  
***PURPOSE***

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

**ARTICLE III**  
***CAPITAL STOCK***

This corporation is authorized to issue five hundred (500) shares of common stock having a par value of \$1.00 (one dollar) which shares shall be and hereby are designated as "Common Shares". Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

**ARTICLE IV**  
***TERMS OF EXISTENCE***

The term for which this corporation shall exist shall be perpetual, commencing on the date of execution of these Articles.

**ARTICLES V**  
***INITIAL REGISTERED OFFICE AND AGENT***

The initial registered office, of this corporation in the State of Florida is 748 Duart Drive, Orange Park, Florida, 32073, and the name of the initial registered agent of this corporation at that address is Phyllis H. Doolittle. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

**ARTICLES VI**  
***INITIAL BOARD OF DIRECTORS***

This corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished, from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The names and addresses of the initial Directors of the corporation are:

<b>NAME</b>	<b>ADDRESS</b>
George Robert Doolittle	748 Duart Drive Orange Park, Florida 32073
Phyllis Hare Doolittle	748 Duart Drive Orange Park, Florida 32073

**ARTICLE VII**  
***INCORPORATOR***

The name and address of the Incorporator of the corporation is

<b>NAME</b>	<b>ADDRESS</b>
George R. Doolittle	748 Duart Drive Orange Park, Florida 32073

**ARTICLE VIII**  
***BYLAWS***

Both the shareholder and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made be them that such Bylaws shall not be altered, repealed or amended by the Board of Directors.

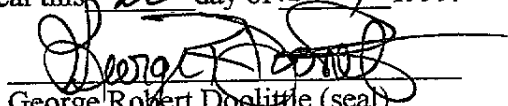
**ARTICLE IX**  
***AMENDMENTS***

These articles of incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend, or adopt bylaws for the corporation pursuant to the articles except that the shareholders may prescribe in any bylaws made by them that such bylaws shall not be altered, repealed, or amended by the Board of Directors.

**ARTICLE X**  
**SUBSCRIPTION**

As of and by the execution of the articles of incorporation by the Incorporator in consideration of the filing of the premises and covenants contained in these Articles of Incorporation. The Incorporator hereby subscribes to purchase 500 shares of the common stock at \$1.00 per share for a total purchase price for the Incorporator of \$500 to be paid as determined by the Board of Directors

In witness where of the undersigned Incorporator being a natural person competent to contract has here unto set his hand and affixed his seal this 28 day of JULY 1999.

  
George Robert Doolittle (seal)  
Incorporator 0434-316-50-370-0


**MAILING ADDRESS**

The mailing address of the initial principal office of the corporation will be 748 Duart Drive, Orange Park, Florida, 32073.

**STATE OF FLORIDA}**  
**COUNTY OF CLAY}**

BEFORE ME personally appeared George R. Doolittle, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation of Osprey Cove Property Management, Inc., and he acknowledged before me that he signed such Articles of Incorporation for the uses and purposes therein set forth.

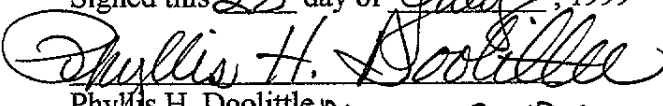
WITNESS my hand and official seal at NationsBank, clay County, Florida, this 28 day of july, 1999.

  
Notary Public, State of Florida  
at Large  
My Commission Expires  
(Notarial Seal)  
**BRANDON T. MCCRAY**  
**NOTARY PUBLIC, STATE OF FLORIDA**  
**MY COMM. EXP. MARCH 21, 2000**  
**COMM. # CC 541699**

**CERTIFICATION OF ACCEPTANCE OF DESIGNATION OF  
REGISTERED AGENT OF  
Osprey Cove Property Management, Inc.**

I, Phyllis H. Doolittle, at 748 Duart Drive, Orange Park, Florida, 32073, do hereby consent to serve as Registered Agent for Osprey Cove Property Management, Inc.


Signed this 28 day of July, 1999

  
Phyllis H. Doolittle 0434-668-47-942  
FIDL

Registered Agent

BEFORE ME personally appeared Phyllis H. Doolittle, to me well known and known to me to be the person described in and who executed the foregoing document.

WITNESS my hand and official seal at NationsBank NA, Clay County, Florida, this 28 day of July, 1999.

  
Notary Public, State of Florida  
at Large  
My Commission Expires  
(Notarial Seal)  
**BRANDON T. McCRAY**  
NOTARY PUBLIC, STATE OF FLORIDA  
MY COMM. EXP. MARCH 21, 2000  
COMM. # CG 541699

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