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DIVISION OF REGISTRATION

ACCOUNT NO. : 0721000000032

REFERENCE : 743455 4013A

AUTHORIZATION :

Patricia P. Smith

COST LIMIT : \$ 70.00

ORDER DATE : November 22, 1995

ORDER TIME : 10:10 AM

ORDER NO. : 743455

CUSTOMER NO: 4013A

000001644289

CUSTOMER: Rita Slager, Legal Assistant
Schwartz & Freeman
401 North Michigan Avenue
Suite 1900
Chicago, IL 60611

WYS-23077

FOREIGN FILINGS

NAME: BURNT STORE MARINA & RESORT
REALTY, INC.

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Prezeau

FILED
SECRETARY OF STATE
DIVISION OF REGISTRATION
95 NOV 22 AM 11:24

mtu



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 22, 1995

CSC-JEANINE PREZEAU

SUBJECT: BURNT STORE MARINA & RESORT REALITY, INC.
Ref. Number: W95000023077

We have received your document(s) in this office, however, the document is being returned for the following:

Please list the Federal Employer Identification number in the appropriate section of the application. If applied for, enter "applied for", or if not applicable, enter "N/A".

A brief description of the entity's nature of business must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 595A00051612

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. BURNT STORE MARINA & RESORT REALTY, INC.

(Name of corporation: the word "INCORPORATED," "COMPANY," or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware

(State or country under the law of which it is incorporated)

3. November 20, 1995

(Date of Incorporation)

4. Perpetual

(Duration)

5. 65-0619884

(Federal Employer Identification number, if applicable)

6. Upon filing of this application.

(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 2020 Clubhouse Drive, P.O. Box 5698, Sun City Center, Florida 33573-5698

(Current mailing address)

8. NEW AND RESALE OF REAL ESTATE

(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and addresses of officers and or directors:

A. Directors:

Chairman: Alfred Hoffman, Jr.

Address: 2020 Clubhouse Drive
Sun City Center, Florida 33573

Vice Chairman: Don E. Ackerman

Address: 2020 Clubhouse Drive
Sun City Center, Florida 33573

Director: E. Leslie Peter

Address: 2020 Clubhouse Drive
Sun City Center, Florida 33573

Director: _____

Address: _____

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II. Officers:

President: Jerry Lynn Starkey
Address: 2020 Clubhouse Drive
Sun City Center, Florida 33573

SENIOR

Vice President: Milton G. Flinn
Address: 2020 Clubhouse Drive
Sun City Center, Florida 33573

Secretary: Jerry Lynn Starkey
Address: 2020 Clubhouse Drive
Sun City Center, Florida 33573

Treasurer: Thomas J. Hood
Address: 2020 Clubhouse Drive
Sun City Center, Florida 33573

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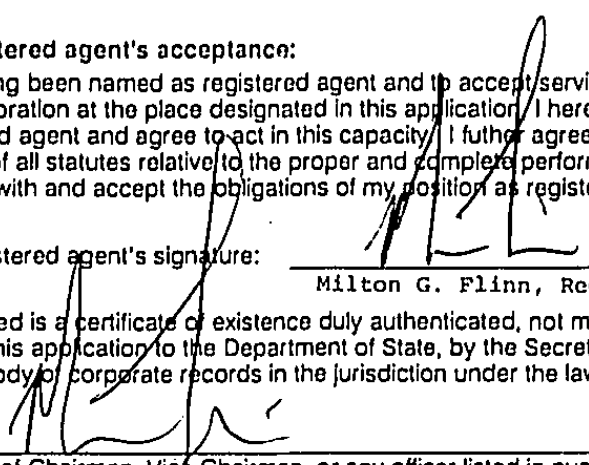
(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: Milton G. Flinn
Office Address: 2020 Clubhouse Drive
Sun City Center, Florida 33573
Zip Code

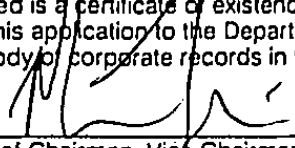
11. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered agent's signature: 

Milton G. Flinn, Registered Agent

12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Milton G. Flinn, Senior Vice President
(Name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BURNI STORE MARINA & RESORT REALTY, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTILETH DAY OF NOVEMBER, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BURNI STORE MARINA & RESORT REALTY, INC." WAS INCORPORATED ON THE TWENTILETH DAY OF NOVEMBER, A.D. 1995.

FILED
 SECRETARY OF STATE
 DIVISIONS
 95 NOV 22 8 11 24



Edward J. Freel

Edward J. Freel, Secretary of State

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250269782

AUTHENTICATION:

7718702

DATE: 11-20-95

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FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

ARTICLES OF MERGER
Merger Sheet

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MERGING:

CHS ELECTRONICS, INC., a Utah corp., #F94000005786

INTO

CHS ELECTRONICS, INC. OF FLORIDA, a Florida corporation, P96000022957

File date: March 14, 1996

Corporate Specialist: Susan Payne