

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

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

1. Bluegreen Holding Corporation (Texas)
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "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 3. Applied for
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. November 24, 1997 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 5295 Town Center Road, Suite 400
Boca Raton, FL 33486
(Current mailing address)

8. To engage in real estate business and related activities, and any other lawful activities under Florida Law.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: Corporation Service Company

Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(Zip Code)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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10. **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.

Corporation Service Company
By: Gloria M. Barry, Asst. Secy
(Registered agent's signature)
(GLORIA M. BARRY, ASST. SECY.)

11. 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.

12. Names and addresses of officers and/or directors: (Street address ONLY- P.O. Box NOT acceptable)

A. DIRECTORS (Street address only- P.O. Box NOT acceptable)

Chairman: Patrick E. Rondeau
Address: 5295 Town Center Road, Suite 400
Boca Raton, FL 33486

Vice Chairman: John F. Chiste
Address: 5295 Town Center Road, Suite 400
Boca Raton, FL 33486

Director: Anthony Puleo
Address: 5295 Town Center Road, Suite 400
Boca Raton, FL 33486

Director: _____
Address: _____

B. OFFICERS (Street address only- P.O. Box NOT acceptable)


President: Patrick E. Rondeau
Address: 5295 Town Center Road, Suite 400
Boca Raton, FL 33486

Vice President: Anthony Puleo
Address: 5295 Town Center Road, Suite 400
Boca Raton, FL 33486

Secretary: Patrick E. Rondeau
Address: 5295 Town Center Road, Suite 400
Boca Raton, FL 33486

Treasurer: John F. Chiste
Address: 5295 Town Center Road, Suite 400
Boca Raton, FL 33486

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14. John F. Chiste, Treasurer
(Typed or printed 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 "BLUEGREEN HOLDING CORPORATION (TEXAS)" 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 TWENTY-SIXTH DAY OF NOVEMBER, A.D. 1997



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -5 AM 9:30



Edward J. Freel

Edward J. Freel, Secretary of State 8779039

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AUTHENTICATION:

11-26-97

DATE: