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TO: DIVISION OF CORPORATIONS
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STATE OF FLORIDA
409 EAST GAINES STREET
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FAX: (904) 922-4000

FROM: MURAI, WALD. BUNDO, MORENO, P.A.
25 SE 2ND AVE
SUITE 900
MIAMI FL 33131-0000
CONTACT: NIURKA ALONSO
PHONE: (305) 358-3900
FAX: (305) 358-9490

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: R.E.I.M. AT LAKE FAIRVIEW, INC.
FAX AUDIT NUMBER: H9500000794B
DATE REQUESTED: 07/18/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 5
ESTIMATED CHARGE: \$122.50

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TIME REQUESTED: 15:03:54
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 076150002103

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95 JUL 19 PM 12:33
TALLAHASSEE, FLORIDA

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7/19

RECEIVED
95 JUL 18 PM 4:24
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

R.B.I.M. AT LAKE FAIRVIEW, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is R.B.I.M. at Lake Fairview, Inc. whose address is 1101 N. Lake Destiny Dr., Suite 400, Maitland, Florida 32751.

ARTICLE II

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be the date upon which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE III

NATURE OF BUSINESS

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

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 1,000 shares of Common Stock of a par value of \$1.00

THIS INSTRUMENT PREPARED BY:
Ronald J. Biondo, Esq.
Rajiv Wald, Biondo & Moreno, P.A.
Bar #: 154713
1 S.E. 2nd Ave., Suite 900
Miami, FL 33131
05-358-5900

per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall not have pre-emptive rights to subscribe to the corporation's securities.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation in the State of Florida is 1101 North Lake Destiny Drive, Suite 400, Maitland, Florida 32751 and the name of the initial registered agent of this corporation at that address is Fred DelGuidice.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the by-laws of the corporation.

The name and street address of the director is:

Fred DelGuidice
1101 N. Lake Destiny Drive
Suite 400
Maitland, Florida 32751

ARTICLE VII

INCORPORATOR

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

Fred DalGuidice
1101 N. Lake Destiny Drive
Suite 400
Maitland, Florida 32751

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 17 day of July, 1995.



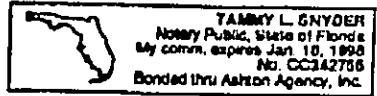
Fred DalGuidice

STATE OF FLORIDA)
) SS.
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this
17th day of July, 1995 by ERIC DELOUIDICE, who
is personally known to me or who has produced Passports
as identification.


NOTARY PUBLIC, STATE OF FLORIDA
Print name: Tammy Snyder
Commission No.: CC 342755

My Commission expires:



CERTIFICATE OF REGISTERED AGENT

OF

R.E.I.M. AT LAKE FAIRVIEW, INC.

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

That R.E.I.M. at Lake Fairview, Inc. is desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Orlando, County of Orange, State of Florida, has named Fred DelGuidice, 1101 North Lake Destiny Drive, Suite 400, Maitland, Florida 32751 as its agent to accept service of process within this State.

A C K N O W L E D G E M E N T

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 provision of said Act relative to keeping open said office.

Dated this 17th day of July, 1995.

By: Fred DelGuidice

Fred DelGuidice

FILED
JUL 19 1995
TALLAHASSEE, FLORIDA

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DEPARTMENT OF STATE 25 SE 2ND AVE
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409 EAST GAINES STREET MIAMI FL 33131- 02-
TALLAHASSEE, FL 32399 CONTACT: NIURKA ALONSO
FAX: (904) 922-4000 PHONE: (305) 358-5900
FAX: (305) 358-9490

((H96000011710)) DOCUMENT TYPE: BASIC AMENDMENT
NAME: R.E.I.M. AT LAKE FAIRVIEW, INC.
FAX AUDIT NUMBER: H96000011710 CURRENT STATUS: REQUESTED
DATE REQUESTED: 08/21/1996 TIME REQUESTED: 15:28+03
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 1 METHOD OF DELIVERY: FAX
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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

05:31:10

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
R.E.I.M. AT LAKE FAIRVIEW, INC.

The undersigned as President and Director of R.E.I.M. AT LAKE FAIRVIEW, INC. hereby files this Amendment to the Articles of Incorporation of R.E.I.M. AT LAKE FAIRVIEW, INC. which Amendment was unanimously approved by all the directors, officers and shareholders of R.E.I.M. AT LAKE FAIRVIEW, INC. pursuant to a meeting duly held on the 16th day of August, 1996 at which meeting all of said officers, directors and shareholders agreed that the name of the corporation would be changed from R.E.I.M. at Lake Fairview, Inc. to ST. JOHNS YACHT AND TENNIS CLUB, INC. Accordingly, Article I of the Articles of Incorporation is revised as follows:

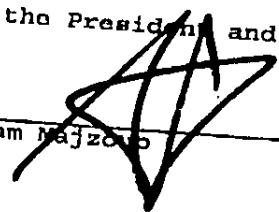
ARTICLE I

NAME

The name of the corporation is ST. JOHNS YACHT AND TENNIS CLUB, INC. whose address is 101 Wymore Road, Suite 500, Altamonte Springs, Florida 32714.

This Amendment modifies the Articles of Incorporation which was filed on July 19, 1995 and assigned document number P95000055743.


WITNESS the hand and seal of the President and Director on this 19 day of August, 1996.



Sam Majzoub

STATE OF FLORIDA)
) ss.
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 19th day of August, 1996 by Sam Majzoub who is personally known to me or who has produced identification.


NOTARY PUBLIC, STATE OF FLORIDA
Print name: Mark L. Stefan
Commission No.: 2034511



MARK L. STEFAN
My Comm. Exp. 4/03/01
Bonded by Service Inc
No. 00345111

My Commission expires:

THIS INSTRUMENT PREPARED BY:
Gerald J. Biondo, Esq.
FL Bar #: 154713
Murai Wald Biondo & Moreno P.A.
25 Southeast Second Avenue, Suite 900
Miami, Florida 33131
(305) 358-5900

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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