

LAW OFFICES

JOHN R. COOK

202 NW 5TH AVENUE
OKEECHOBEE, FLORIDA 34972
TELEPHONE (941) 467-0297
FAX (941) 467-4798

P99000075949

August 5, 1999

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

re: Articles of Incorporation of
Palm Harbor Fishing Resort, Inc.

Dear Sir:

Enclosed you will find articles in the above referenced corporation, along with a check in the amount of \$122.50 for filing. Once filed, please mail back to me in the stamped envelope provided.

If you need anything further to process, please advise.

Kindest Regards,

15/ John R. Cook

John R. Cook
JRC/rb

Rec 8/24/99

FILED
99 AUG 24 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

600002970056--8
-08/25/99--01078--020
*****78.75 *****78.75

*8-11
W-14556
with 8-19 with
send check
8/25/99
AM*

ARTICLES OF INCORPORATION
OF
PALM HARBOR FISHING RESORT, INC.

FILED
99 AUG 24 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We the undersigned, do hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be: PALM HARBOR FISHING RESORT, INC.

ARTICLE II

The principal place of business of said corporation shall be in Palm Beach County, Florida, with the privilege of having branch offices at other places within the State of Florida, and within or without the United States of America, the street mailing address of said corporation being: 5430 Hwy. 441 SE Okeechobee, Florida 34974.

ARTICLE III

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all things hereinafter mentioned as freely and to the same extent as natural person might or could do, to-wit:

To engage in an enterprise for profit, such enterprises including the general business of:

TO maintain and operate a mobile home or recreational vehicle park for use by the general public; to create prospectus; park rules; and enforce each and every obligation as may be prescribed by Florida Statutes chapters 513 and 723 as the case may be; and as hereafter amended by the State; to buy and sell real and personal property; to advertise and otherwise deal with the public to accomplish the foregoing; to hire or retain agents, employees, independent contractors; to enter into debts or other contracts as necessary to conduct the business; together with the authority to deal in goods and services attendant to such business, and any other act necessary to conduct said business; including such other transactions as necessary with private individuals, local agencies, business's, governments or other regulatory entity to conduct the business; and all such additional functions reasonably calculated as necessary to carry on the general nature of the foregoing purpose and business.

ARTICLE IV

The amount of capital stock of this corporation shall be one hundred (100) authorized shares of \$1.00 par value.

ARTICLE V

This corporation shall have perpetual existence unless dissolved by the stockholders, or the State of Florida.

ARTICLE VI

The number of Directors of this corporation shall be not less than one (1) unless otherwise changed by the By-Laws. The manner of election of the directors and officers shall be as stated in the by-laws, or by majority vote of all shareholders at the annual meeting of the Corporation if not otherwise set forth.

ARTICLE VII

The Incorporators, and first Board of Directors and officers of this corporation and the post office address of each, who shall hold office for the first year; or their successors are named, shall be:

JOHN Z. PALMER
5430 hwy. 441 SE
Okeechobee, Fla. 34974

PRESIDENT
Board of directors

JOHN PALMER
5430 hwy. 441 SE
Okeechobee, Fla. 34974

VICE-PRESIDENT
Board of directors

IRENE PALMER
5430 hwy. 441 SE
Okeechobee, Fla. 34974

TREASURER/SECRETARY
Board of directors

ARTICLE VIII

In accordance with Chapter 48.091, Florida Statutes, the above named corporation, PALM HARBOR FISHING RESORT, INC. has named JOHN R. COOK, located at 202 N. W. 5TH Avenue, Okeechobee, FL 34972, as its Registered Agent to accept service of process within the State of Florida.

ARTICLE IX

The stock of this corporation shall be of a single class, and the corporation shall otherwise be determined to qualify for an election for Subchapter S treatment under the Internal Revenue Code. The initial stock of this corporation shall be the issuance of 100 shares, divided as follows:

JOHN Z. PALMER	34 shares
JOHN PALMER	33 shares
IRENE PALMER	33 shares

ARTICLE X

The corporation shall be structured so as to meet the Internal Revenue Regulations which would qualify this corporation for Subchapter S designation for taxation purposes upon application by the corporation.

STATE OF FLORIDA
COUNTY OF OKEECHOBEE

I HEREBY CERTIFY that JOHN PALMER appeared before me, and who is personally known to me, or who produced the following identification: d.l.# P456-466-25 444-0, and signed these Articles of Incorporation as their free act and deed, on this 4 day of August, 1999.



Robin Brock
MY COMMISSION # CC722185 EXPIRES
March 5, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

Robin Brock

NOTARY PUBLIC

My commission expires:

Robin Brock

Printed notary name

STATE OF FLORIDA
COUNTY OF OKEECHOBEE

I HEREBY CERTIFY THAT IRENE PALMER appeared before me, and who is personally known to me, or who produced the following identification: d.l.# P456-400-32-806-0, and signed these Articles of Incorporation as their free act and deed, on this 4 day of August, 1999.

Robin Brock

NOTARY PUBLIC

My commission expires:

Robin Brock

Printed notary name



Robin Brock
MY COMMISSION # CC722185 EXPIRES
March 5, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

John Z. Palmer
JOHN Z. PALMER
President
Director/Incorporator

John Palmer
JOHN PALMER
VICE-PRESIDENT
Director/Incorporator

Irene Palmer
IRENE PALMER
TREASURER/SECRETARY
Director/Incorporator

STATE OF FLORIDA
COUNTY OF OKEECHOBEE

I HEREBY CERTIFY that JOHN Z. PALMER appeared before me, and who is personally known to me, or who produced the following identification: DL # 456-479-5646-0, and signed these Articles of Incorporation as their free act and deed, on this 5 day of August, 1999.

Robin Brock
NOTARY PUBLIC
My commission expires:

Robin Brock
printed notary name



Robin Brock
MY COMMISSION # CC722185 EXPIRES
March 5, 2002
BONDED THRU TROY FAIN INSURANCE INC.

I hereby accept the appointment as resident agent of the corporation, PALM HARBOR FISHING RESORT, INC.

John R. Cook
JOHN R. COOK

SWORN TO and SUBSCRIBED before me this 5 day of August, 1999.

Robin Brock
NOTARY PUBLIC
My commission expires:

Robin Brock
printed notary name

RETURN TO:

John R. Cook P.A.
202 N.W. 5th Ave.
Okeechobee, Florida 34972
(941) 467-0297



Robin Brock
MY COMMISSION # CC722185 EXPIRES
March 5, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
99 AUG 24 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA