

F95000006249
CORPORATION SYSTEM

1201 Peachtree Street, NE
Atlanta, GA 30361
Tel. 404 888 6494
Fax 404 888 6498

December 14, 1995

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Club Development, Inc. of Georgia
Order #: 425377

Counsel: Susan Barrett

200001669042
-12/22/95--01072--012
*****70.00 *****70.00

Gentlemen:

As requested by counsel, we enclose for filing Qualification under an assumed name because the actual name is unavailable on behalf of this corporation, together with funds in payment of the required fees. This document should be filed in due course.

Evidence of the filing should be returned to this office.

If you have any questions or if for any reason the filing cannot be effected promptly, please notify this office of the details by calling our toll-free number: 1-800-241-8922.

Very truly yours,


Racquel M. Goddard
Associate Customer Specialist

/rmg

Enclosure(s)

Special Instructions: We have been informed by your office that the name Club Development Inc. is unavailable therefore they would like to qualify under the name Club Development, Inc. of Georgia, the resolution accepting this change for the state of Florida is enclosed.

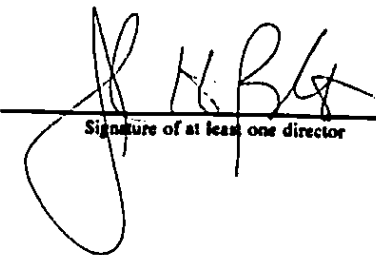
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 22 PM 1:52
K 12/22

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned JOHN H. BARRETT, do hereby certify
that this Resolution of the Board of Directors of CLUB DEVELOPMENT INC.,
a corporation duly organized and existing under the laws of the State of GEORGIA,
was duly adopted on April 13, 19 94.

Resolved, that CLUB DEVELOPMENT, INC. organized
and existing in the State of GEORGIA, hereby adopts the
name CLUB DEVELOPMENT INC. OF GEORGIA for use in Florida.

Dated: December 12, 1995

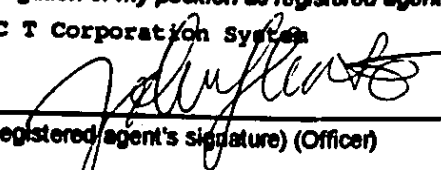


Signature of at least one director

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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. Club Development, Inc.
(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. Georgia
(State or country under the law of which it is incorporated)
3. 582103336
(FEI number, if applicable)
4. April 13, 1994
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.156, F.S.))
7. 150 Cleveland Road, Bogart, Georgia 30622
(Current mailing address)
8. See attached purpose clause
(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:
Name: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation _____, Florida, 33324
(Zip Code)
10. Registered agent 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 obligation of my position as registered agent.
C T Corporation System

(Registered agent's signature) (Officer)
JOHN I. MASTERS ASSISTANT SECRETARY
(Type Name and Title of Officer)

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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:

A. DIRECTORS

Chairman: John H. Barrett

Address: 150 Cleveland Road

Rogart, Georgia 30622

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: John H. Barrett

Address: 150 Cleveland Road

Rogart, Georgia 30622

Vice President: _____

Address: _____

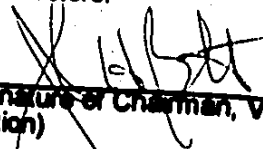
Secretary: John H. Barrett

Address: 150 Cleveland Road

Rogart, Georgia 30622

Treasurer: _____
Address: _____

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 H. Barrett, President/Secretary _____
(Typed or printed name and capacity of person signing application)

**Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida**

**Purpose Clause of
Club Development, Inc.**

A corporation for profit to act as general contractor and builder and to engage in all other activities for which corporations may be organized under the Florida Business Corporation Code

Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 953450129
CONTROL NUMBER : 9409212
DATE INC/AUTH/FILED : 04/13/1994
JURISDICTION : GEORGIA
PRINT DATE : 12/11/1995
FORM NUMBER : 211

RACQUEL GODDARD
C T CORPORATION SYSTEM
1201 P'TREE ST NE
ATLANTA GA 30361

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CERTIFICATE OF EXISTENCE

I, MAX CLELAND, Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

CLUB DEVELOPMENT, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation, or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up, or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Max Cleland

MAX CLELAND
SECRETARY OF STATE

CORPORATIONS
656-2817

CORPORATIONS HOT LINE
404-656-2222
Outside Metro-Atlanta