

F 990000001523

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: U.S. RESIDENTIAL GOLF PROPERTIES, INC.

(Name of corporation - must include suffix)

Dear Sir or Madam:

300002783113--7

-02/22/99--01109--009

***1272.50 ***1272.50

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation to
transact business in Florida.

Please return all correspondence concerning this matter to the following:

W99-4512

P. 681

122.50

J. Stephen Gardner, Esquire

(Name of Person)

Bush Ross Gardner Warren & Rudy, P.A.

(Firm/Company)

220 South Franklin Street

(Address)

Tampa, Florida 33602

(City/State/Zip)

2, 300.00
70.00
8.75
8.75

2387.50
- 1272.50

1115.00

Should you need to call someone concerning this matter, please call:

J. Stephen Gardner

(Name of Person)

at (813) 224-9255

(Area Code & Daytime Telephone Number)

300002783113--7

-03/22/99--01154--001

***1115.00 ***1115.00

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SECRETARY OF STATE
TALLAHASSEE FLORIDA

99 MAR 22 PM 3:47

FILED

W2

3/22



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 23, 1999

J. STEPHEN GARDNER, ESQUIRE
BUSH ROSS GARDNER WARREN & RUDY, P.A.
220 SOUTH FRANKLIN STREET
TAMPA, FL 33602

SUBJECT: U.S. RESIDENTIAL GOLF PROPERTIES, INC.
Ref. Number: W99000004512

We have received your document for U.S. RESIDENTIAL GOLF PROPERTIES, INC. and your check(s) totaling \$1272.50. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$2,300.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

Please note that the filing fee is \$70.00. Certificates of existence and certified copies are now \$8.75 each. You have submitted \$1,272.50. If you would like a certificate and a certified copy once your corporation has been filed, please remit \$1,115.00.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 199A00008242

**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. U.S. RESIDENTIAL GOLF PROPERTIES, 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. Nevada

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

3. 33-0760823

(FEI number, if applicable)

4. May 5, 1997

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. July 7, 1997

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

7. 7300 U.S. Highway 27 NW

Ocala, Florida 34482

(Current mailing address)

8. all lawful and legal purposes

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name: J. Stephen Gardner

Office Address: 220 South Franklin Street

Tampa

, Florida, 33602

(Zip code)

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.



(Registered agent's signature)

J. Stephen Gardner

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.

FILED
99 MAR 22 PM 3:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Allan Feker

Address: 7300 U.S. Highway 27 NW

Ocala, FL 34482

Director: _____

Address: _____

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

President: Allan Feker

Address: 7300 U.S. Highway 27 NW

Ocala, FL 34482

Vice President: Maryann Moore

Address: 7300 U.S. Highway 27 NW

Ocala, FL 34482

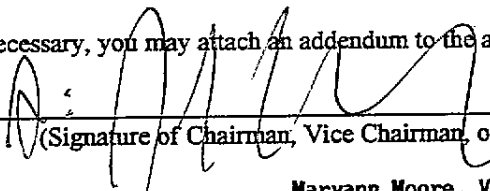
Secretary: Allan Feker

Address: same as above

Treasurer: Allan Feker

Address: same as above

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. Maryann Moore, Vice President
(Typed or printed name and capacity of person signing application)

FILED
99 MAR 22 PM 3:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

FILED
99 MAR 22 PM 3:47
SECRETARY OF STATE
TALLAHASSEE
FLORIDA

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **U.S. RESIDENTIAL GOLF PROPERTIES, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since May 5, 1997, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of State, at my office, in
Carson City, Nevada, on September 14, 1998.



Dean Heller
Secretary of State

By *Donna Smith*
Certification Clerk