

No 1000003970

**Florida Department of State
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FLORIDA NON-PROFIT CORPORATION

CLARK BAY HUNT CLUB, INC.

Certificate of Status	1
Certified Copy	1
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**WRITTEN CONSENT
GRANTING APPROVAL FOR USE OF NAME**

CLARK BAY HUNT CLUB, LLC, a limited liability company organized and existing under the laws of the State of Florida (the "LLC") does hereby grant permission and approve the filing of that certain Articles of Incorporation of CLARK BAY HUNT CLUB, INC., a Florida Not For Profit Corporation in the State of Florida for any and all purposes.

The undersigned has executed this Written Consent Granting Approval for Use of Name on behalf of the LLC as of the 6th day of June, 2001.

CLARK BAY HUNT CLUB, LLC, a Florida limited liability company

By: 
Name: Sean J. Roberts

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ARTICLES OF INCORPORATION

OF

CLARK BAY HUNT CLUB, INC.

(A Florida Not for Profit Corporation)

ARTICLE I - NAME

The name of the Corporation shall be: CLARK BAY HUNT CLUB, INC. (hereinafter called the "Corporation").

ARTICLE II - ADDRESS OF PRINCIPAL OFFICE

The address of the principal office and the mailing address of the Corporation is: 115 Business Center Drive, Suite 1, Ormond Beach, Florida 32174.

ARTICLE III - PURPOSES

A. The purposes for which the corporation is organized are as follows:

1. To operate as a club organized for pleasure and engaging in recreational and other non-profitable purposes qualifying as an exempt organization under Section 501(c) of the Internal Revenue Code.

B. This corporation shall be limited in its purposes, objectives and activities as follows:

1. Notwithstanding any other provision of these Articles, this corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under Section 501(c) of the Internal Revenue Code, or the corresponding provision of any future United States internal revenue law or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or any other corresponding provision of any future United States internal revenue law.

2. Notwithstanding any other provision of these Articles, this corporation is organized exclusively for recreational purposes which qualifies as an exempt organization under Section 501(c)(7) of the Internal Revenue Code, or any other corresponding provision of any future United States internal revenue law.

ARTICLE III - DURATION

The period of the duration of the Corporation is perpetual unless dissolved according to law.

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ARTICLE IV - INCORPORATOR

The name and address of the sole incorporator of the Corporation is:

Sean J. Roberts, Esq.
Greenberg Traurig, P.A.
111 North Orange Avenue, 20th Floor
Orlando, Florida 32810

ARTICLE V - BOARD OF DIRECTORS

The number of persons constituting the Board of Directors shall be five (5). The number of members of the Board of Directors may be increased or decreased as provided in the Bylaws, but in no event shall the number of directors be less than three (3). The Board of Directors will be elected as provided in the Bylaws. The names and addresses of the initial Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Jeff Frame	530 S. Pine Meadow Dr. DeBary, Florida 32713
Alan Fiedler	605 Driver Avenue Winter Park, Florida 32789
Mike Bierfreund	1108 Van Lieu Ct. Kissimmee, Florida 34744
Charlie Rowell	1038 McCellean Street Kissimmee, Florida 34741
Dick Stark	170 Ridgewood Avenue Holly Hill, Florida 32117

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ARTICLE XI - OFFICERS

The day-to-day affairs of the Corporation shall be administered, subject to the direction and authority of the Board of Directors, by the officers of the Corporation, which include a President, Vice President, Secretary and Treasurer and such other officers as permitted by the Bylaws. The officers shall be appointed by the Board of Directors and they shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	Jeff Frame	530 S. Pine Meadow Dr. DeBary, Florida 32713
Vice President	Allan Fiedler	605 Driver Avenue Winter Park, Florida 32789
Secretary	Allan Fiedler	605 Driver Avenue Winter Park, Florida 32789
Treasurer	Mike Bierfreund	1108 Van Lieu Ct. Kissimmee, Florida 34744

ARTICLE VI - BYLAWS

The Bylaws may be amended, altered, or repealed and new Bylaws may be adopted only by a majority of the Board of Directors. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or these Articles of Incorporation.

ARTICLE VII - AMENDMENT


These Articles of Incorporation may be altered, amended or repealed only by a majority vote of the Board of Directors of the Corporation.

ARTICLE XIV - INITIAL REGISTERED AGENT

The street address of the Corporation's initial registered office in the State of Florida is: 115 Business Center Drive, Suite 1, Ormond Beach, Florida 32174, and the name of its initial registered agent at such office is: Jeff Frame.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation of CLARK BAY HUNT CLUB, INC., this 6th day of June, 2001.

By: 
Name: Sean J. Roberts
Title: Incorporator

Sent by: GREENBERG TRAUIG

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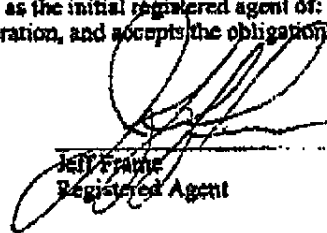
CONSENT OF REGISTERED AGENT

OF

CLARK BAY HUNT CLUB, INC.

(a Florida Not-For-Profit Corporation)

The undersigned, whose business address is: 115 Business Center Drive, Suite 1, Ormond Beach, Florida 32174, hereby accepts appointment as the initial registered agent of: CLARK BAY HUNT CLUB, INC., a Florida not-for-profit corporation, and accepts the obligations provided for in Section 617.0501, Florida Statutes.



Jeff Frank
Registered Agent

Not-For-Profit: ROBERTSON 60550-0203 7/021 DOC#6460199905.050235

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