NO(000004835

VIA FEDERAL EXPRESS

Florida Department of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

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Re: Incorporation

Dear Sir/Madam:

Enclosed herewith please find an original and one copy of the Articles of Incorporation for Western Communities Athletic Club, Inc. along with a check in the amount of \$70.00 to cover your costs associated with filing the same. Please file the enclosed as soon as possible and forward a date stamped copy of the articles to the undersigned in the self-addressed, stamped envelope enclosed for your convenience.

Should you have any questions, please do not hesitate to call.

Sincerely,

Thomas G. Uram,

Enclosures

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SECRETARY OF STATE
ALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

WESTERN COMMUNITIES ATHLETIC CLUB, INC.

The undersigned, acting as incorporator of a corporation under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

Name of Corporation

The name of this Corporation shall be WESTERN COMMUNITIES ATHLETIC CLUB, INC. (hereinafter the "Corporation"). The principal office of the Corporation will be 305 Scarborough Terrace, Wellington, Florida 33414 and mailing address of the Corporation will be 13833-E4 Wellington Trace, #189, Wellington, Florida 33414.

ARTICLE II

Purposes

The purposes for which this Corporation are organized are exclusively charitable, cultural, scientific and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any future United States Internal Revenue Law.

ARTICLE III

Prohibited Activities

No dividend shall be paid, and no part of the income of this Corporation shall be distributed to its directors, officers or committee members, except that this Corporation shall be authorized and empowered to pay reasonable compensation for legitimate expenses incurred by its directors, officers and committee members and to make payments and distributions to third parties in furtherance of the purposes set forth in Article II hereof.

No substantial part of the activities of this Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and this Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these Articles, this Corporation shall 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)(3) of the Internal Revenue Code of 1986, or any other corresponding provisions 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 of 1986, or any other corresponding provisions of any future United States Internal Revenue Law.

ARTICLE IV

Membership

This Corporation shall have no members.

ARTICLE V

Corporate Duration

This Corporation shall have perpetual existence unless sooner dissolved by law.

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 305 Scarborough Terrace, Wellington, Florida 33414, and the name of the initial registered agent of this Corporation located at such address is Thomas G. Uram.

ARTICLE VII

Board of Directors

This Corporation shall have four (4) Directors initially. The number of Directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than four (4). The names and addresses of the initial Directors of this Corporation, who shall serve until their successors are elected or appointed and have qualified pursuant to the Bylaws of this Corporation, are:

Thomas G. Uram

305 Scarborough Terrace Wellington, Florida 33414

Brent Nicholas

1056 Northumberland Court

Wellington, Florida 33414

12474 Sawgrass Court Wellington, Florida 33414

Mary Susil 1215

Robyn Robb

Primrose Lane

Wellington, Florida 33414

ARTICLE VIII

Bylaws

The Bylaws of this Corporation may be made, altered, amended or rescinded at any meeting of the Board of Directors of this Corporation by the affirmative vote of a majority of the Directors present at any such meeting.

ARTICLE IX

Amendment to Articles of Incorporation

These Articles of Incorporation may be amended at any meeting of the Board of Directors of this Corporation by the affirmative vote of a majority of the Directors present at any such meeting.

ARTICLE X

Dissolution

In the event of dissolution, any residual assets of this Corporation will be distributed for one or more exempt purposes or purposes specified in Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding sections of any future Internal Revenue law of the United States.

ARTICLE XI

Incorporator

The name and address of the incorporator of this Corporation is Thomas G. Uram, 305 Scarborough Terrace, Wellington, Florida 33414.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 2^{nd} day of July, 2001.

Thomas A. Sam
Thomas G. Uram

STATE OF FLORIDA

COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 2 day of 304, 2001, by Thomas G. Uram, who is personally known to me, OR has produced as identification.

Margaret Moore MY COMMISSION # CC696964 EXPIR January 4, 2002 BONDED THRU TROY FAIN INSURANCE, IN

(NOTARY STAMP)

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Notary Name: Margaret Moore

Notary Public
Serial (Commission) Number
(if any) ______/-4/-2002

FOR THE SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

CERTIFICATE DESIGNATING REGISTERED OFFICE

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT WESTERN COMMUNITIES ATHLETIC CLUB, INC. DESIRING TO ORGANIZE OR QUALIFY AS A CORPORATION NOT FOR PROFIT UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS INITIAL REGISTERED OFFICES AT 13833-E4 WELLINGTON TRACE, #189, WELLINGTON, FLORIDA 33414, HAS NAMED THOMAS G. URAM LOCATED AT 305 SCARBOROUGH TERRACE, WELLINGTON, FLORIDA 33414, AS ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE CORPORATION WITHIN THE STATE OF FLORIDA.

Thomas G. Uram, Incorporator

JULY 2, 2001

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby accept the responsibility to act in this capacity, and agree to comply with the provisions of Florida Statutes relative to keeping open said office and further accept the duties and obligations of Section 617.0503, Florida Statutes.

DATED this 2nd day of July, 2001.

Thomas G. Uram, Registered Agent