

NO2000007453

Law Offices

HOLDEN, RAPPENECKER and EUBANK, P.A.

Meridien Place, Suite S

2772 N.W. 43rd Street

Gainesville, Florida 32606-7433

Charles I. Holden, Jr.
Stephen A. Rappenecker
Bobbie Lee Eubank

Telephone (352) 377-5900
Facsimile (352) 371-7615
E-Mail hremilaw@aol.com

September 24, 2002

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

FILED
02 SEP 25 AM 9:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
700008010127--5
-09/25/02-01015-010
*****78.75 *****78.75

Re: **STAR LAKE HUNT CLUB, INC.**

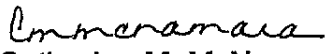
Dear Sir or Madam:

In reference to the above, please find enclosed herein the original and one (1) copy of the Articles of Incorporation, together with our firm's check in the amount of \$78.75, for filing the same.

Please return a certified copy of the Articles of Incorporation to this office in the enclosed self-addressed stamped envelope.

Thank you for your assistance in this matter. If you have any questions, please don't hesitate to contact us.

Sincerely,


Catherine M. McNamara
Legal Assistant

/cm
Enclosures a/s

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ARTICLES OF INCORPORATION
OF
STAR LAKE HUNT CLUB, INC.
(A Corporation Not for Profit)

FILED
02 SEP 25 AM 9:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME:

The name of this Corporation shall be STAR LAKE HUNT CLUB, INC.

ARTICLE II

ADDRESS:

The initial post office address of the principal office of the Corporation in the State of Florida shall be c/o Rebecca Cassels, 16329 SE 207th Street, Lochloosa, Florida 32662. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE III

PURPOSE:

The specific and primary purposes for which this Corporation is formed are:

(a) To provide a suitable place for members to hunt and enjoy the Florida outdoors.

(b) To encourage and promote good sportsmanship and to promote sound game management and ecology within the hunting area.

(c) To promote and provide a suitable location for all members to gather together each year during hunting season for friendship and recreation.

(d) No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, officers or other private persons, except that the corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes herein set forth.

(e) IN GENERAL, and in connection with the foregoing, this Corporation has been organized for the purpose of conducting any

and all lawful business for which not for profit corporations of a like nature may be organized under the laws of the State of Florida, it being expressly provided that the enumeration of the objects, powers and purposes hereinabove specified shall not be held to limit or restrict in any manner the objects, powers and purposes of the Corporation, and none of the clauses contained in this Article shall be in anywise limited and restricted by reference to the terms of any other clauses, objects or purposes set forth in this Article, or in any other Article hereof, but that objects, powers and purposes specified in each of the clauses of this Article shall be regarded as independent and cumulative purposes, powers and objects.

ARTICLE IV

GENERAL POWERS:

The general powers that the corporation shall have are as follows:

(a) To hold funds solely and exclusively for the purposes as set forth in these Articles of Incorporation.

(b) To delegate power or powers where such is deemed in the interest of the corporation.

(c) To purchase, lease, hold, sell, mortgage or otherwise acquire or dispose of, real or personal property; to enter into, make, perform or carry out contracts of every kind with any person, firm, corporation or association; to do any and all acts necessary or expedient for carrying on any and all of the activities and pursuing any and all of the objects and purposes set forth in the Articles of Incorporation and not forbidden by the laws of the State of Florida.

(d) To pay taxes and other charges, if any, on or against property owned or accepted by the corporation.

(e) To borrow money and, from time to time, to make, accept, endorse, execute and issue debentures, promissory notes or other obligations of the corporation for monies borrowed or in payment for property acquired or for any of the other purposes of the corporation and to secure the payment of such obligation by

mortgage, pledge or other instrument of trust; or by lien upon, assignment of or agreement in regard to all or any part of the property rights or privileges of the corporation wherever situated.

(f) In general, to have all powers conferred upon a corporation not for profit by the laws of Florida, except as prohibited herein.

ARTICLE V

MEMBERSHIP:

The qualifications for members and the manner of their admission shall be regulated by the Bylaws.

ARTICLE VI

EXISTENCE:

The corporation shall have perpetual existence.

ARTICLE VII

BOARD OF DIRECTORS:

Section 1. The affairs and property of this corporation shall be managed and governed by a Board of Directors.

Section 2. The number of Directors of this corporation shall be not less than three (3) and not more than eleven (11).

Section 3. The following persons shall constitute the first Board of Directors until the first election of the Board of Directors at the first annual meeting of the members:

<u>NAME</u>	<u>ADDRESS</u>
H. L. BECKHAM	P.O. Box 472 Hawthorne, FL 32640
RAYMOND CASSELS	P.O. Box 71 Lochloosa, FL 32662
REBECCA CASSELS	P.O. Box 144 Lochloosa, FL 32662
BARBARA J. CROMWELL	P.O. Box 22 Lochloosa, FL 32662
TOMMY EVANS	P.O. Box "B" Island Grove, FL 32654
JOE McMEEKIN	P.O. Box 2038 Hawthorne, FL 32640
JOHN WELLS	7305 SE 174 th Terrace Hawthorne, FL 32640
PATRICK WILLIAMS	18126 SE 243 rd Street Hawthorne, FL 32640

ARTICLE VIII

OFFICERS:

Section 1. All officers shall be elected by the Board of Directors at the regular annual meeting of the Board of Directors. The Board of Directors shall elect from among the members a President, Vice-President, Secretary and Treasurer.

Section 2. The names of the officers who shall serve until the first election at the first annual meeting are as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
BARBARA J. CROMWELL	PRESIDENT	P.O. Box 22 Lochloosa, FL 32662
RAYMOND CASSELS	VICE-PRESIDENT	P.O. Box 71 Lochloosa, FL 32662
REBECCA CASSELS	SECRETARY/TREASURER	P.O. Box 144 Lochloosa, FL 32662

ARTICLE IX

INCORPORATORS:

The name and post office address of each incorporator of these Articles of Incorporation is as follows:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
REBECCA CASSELS	P.O. Box 144 Lochloosa, FL 32662

ARTICLE X

INITIAL REGISTERED OFFICE AND AGENT:

The street address of the initial registered office of this corporation is c/o Rebecca Cassels, 16329 SE 207th Street, Lochloosa, Florida 32662, and the name of the initial registered agent of the corporation at that address is REBECCA CASSELS.

ARTICLE XI

BYLAWS:

The Board of Directors shall adopt Bylaws consistent with these Articles. The Board of Directors, by a two-thirds majority vote, shall also have the power to make, alter or rescind any Bylaws on behalf of the corporation.

ARTICLE XII

AMENDMENT TO ARTICLES OF INCORPORATION:

These Articles may be altered, amended or repealed by resolution of the Board of Directors.

ARTICLE XIII

INDEMNIFICATION OF OFFICERS AND DIRECTORS:

Section 1. The corporation hereby indemnifies any director or officer made a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding:

A. Whether civil, criminal, administrative or investigative, other than one by or in the right of the corporation to procure a judgment in its favor, brought to impose a liability or penalty on such person for an act alleged to have been committed by such person in his capacity as director or officer of the corporation, or in his capacity as director, officer, employee or agent of any other corporation, partnership, joint venture, trust or other enterprise which he served at the request of the corporation, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees, actually and necessarily incurred as a result of such action, suit or proceeding or any appeal therein, if such person acted in good faith in the reasonable belief that such action was in the best interests of the corporation, and in criminal actions or proceedings, without reasonable ground for belief that such action was unlawful. The termination of any such action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent shall not in itself create a presumption that any such director or officer did not act in good faith in the reasonable belief that such action was in the best interests of the corporation or that he had reasonable grounds for belief that such action was unlawful.

B. By or in the right of the corporation or procure a judgment in its favor by reason of his being or having been a director or officer of the corporation, or by reason of his being or having been a director, officer, employee or agent of any other

corporation, partnership, joint venture, trust or other enterprise which he served at the request of the corporation, against the reasonable expense, including attorney's fees, actually and necessarily incurred by him in connection with the defense or settlement of such action, or in connection with an appeal therein, if such person acted in good faith in the reasonable belief that such action was in the best interests of the corporation. Such persons shall not be entitled to indemnification in relation to matters as to which such person has been adjudged to have been guilty of negligence or misconduct in the court, administrative agency, or investigative body before which such action, suit or proceeding is held shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnification for such expenses which such tribunal shall deem proper.

Section 2. The Board of Directors shall determine whether amounts for which a director or officer seeks indemnification were properly incurred and whether such director or officer acted in good faith and in a manner he reasonably believed to be in the best interests of the corporation, and whether, with respect to any criminal action or proceeding, he had no reasonable ground for belief that such action was unlawful. Such determination shall be made by the Board of Directors by a majority vote of a quorum of directors who were not parties to such action, suit or proceeding.

Section 3. The foregoing rights of indemnification shall not be deemed to limit in any way the powers of the corporation to indemnify under applicable law.

ARTICLE XIV

TRANSACTION IN WHICH DIRECTORS OR OFFICERS ARE INTERESTED:

Section 1. No contract or transaction between the corporation and one or more of its directors or officers, or between the corporation and any other corporation, partnership, association or other organization in which one or more of its directors or officers are directors or officers, or have a financial interest,

shall be invalid, void or voidable solely for this reason, or solely because the director or officer is present at or participates in the meeting of the Board or committee thereof which authorized the contract or transaction, or solely because his or their votes are counted for such purpose. No director or officer of the corporation shall incur liability by reason of the fact that he is or may be interested in any such contract or transaction.

Section 2. Interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which authorized the contract or transaction.

IN WITNESS WHEREOF, the said subscriber has hereunto set his hand and seal this 24th day of September, 2002

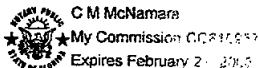
Signed, sealed and delivered
in our presence as witnesses:

Lita D. Worley

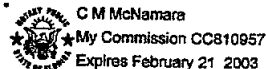
Rebecca Cassels
REBECCA CASSELS

STATE OF FLORIDA
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 24th day of September, 2002, by REBECCA CASSELS, who is personally known to me or (if not personally known check applicable box) who produced () Driver's license issued within 5 years from date; () Other: _____ as identification.



Commerancia
Typed name:
Notary Public
Commission Number:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND NAMES AND ADDRESSES OF THE OFFICERS AND DIRECTORS.

The following is submitted in compliance with Chapter 617.023, F.S.:

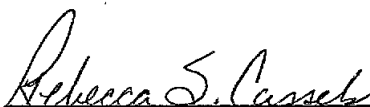
STAR LAKE HUNT CLUB, INC., a Corporation Not for Profit, organized under the laws of the State of Florida with its principal office at: c/o Rebecca Cassels, 16329 SE 207th Street, Lochloosa, Florida 32662, has named REBECCA CASSELS, as its agent to accept service of process within the State.

NEWLY ELECTED OFFICERS:

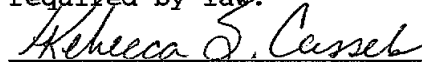
<u>NAME AND TITLE</u>	<u>ADDRESS</u>
BARBARA J. CROMWELL PRESIDENT	P.O. Box 22 Lochloosa, FL 32662
RAYMOND CASSELS VICE-PRESIDENT	P.O. Box 71 Lochloosa, FL 32662
REBECCA CASSELS SECRETARY/TREASURER	P.O. Box 144 Lochloosa, FL 32662

NEWLY APPOINTED DIRECTORS:

<u>NAME</u>	<u>ADDRESS</u>
H. L. BECKHAM	P.O. Box 472 Hawthorne, FL 32640
RAYMOND CASSELS	P.O. Box 71 Lochloosa, FL 32662
REBECCA CASSELS	P.O. Box 144 Lochloosa, FL 32662
BARBARA J. CROMWELL	P.O. Box 22 Lochloosa, FL 32662
TOMMY EVANS	P.O. Box "B" Island Grove, FL 32654
JOE McMEEKIN	P.O. Box 2038 Hawthorne, FL 32640
JOHN WELLS	7305 SE 174 th Terrace Hawthorne, FL 32640
PATRICK WILLIAMS	18126 SE 243 rd Street Hawthorne, FL 32640


(Corporate Officer)

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name in some conspicuous place in the office as required by law.


REBECCA CASSELS
Registered Agent

FILED
SEP 25 AM 9:02
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA