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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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March 2, 2009

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
2661 W. Executive Center Circle
Clifton Building
Tallahassee, Florida 32301

Regarding: Three Rung Recreational Club, Inc.

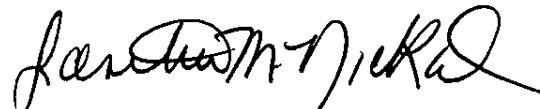
Dear Ladies and Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced corporation. Please file the original Articles of Incorporation and return a "certified" copy to our offices. Our check in the amount of \$78.75 for the required filing fee is enclosed.

If you have any questions, please do not hesitate to contact us. Thank you.

Very truly yours,

SHELL, FLEMING, DAVIS & MENGE



Janette M. Nickol
Legal Assistant to Braden K. Ball, Jr.

BKB:jmn

Enclosures

File No. E1085.00000

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ARTICLES OF INCORPORATION OF THREE

RUNG RECREATIONAL CLUB, INC.

a Florida Not For Profit Corporation

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned individual, desiring to form a for profit under the provisions of Chapter 617, hereby subscribes to the following Articles of Incorporation:

ARTICLE I - NAME AND PRINCIPAL OFFICE

The name of the corporation is **Three Rung Recreational Club, Inc.** The street address and mailing address of the initial principal office of the corporation are 5001 South Pineville Road, Walnut Hill, FL 32568.

ARTICLE II - PURPOSES

The purposes for which the corporation is organized shall be as follows:

(a) To receive and maintain a fund or funds of real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for pleasure, recreation, and other non-profitable purposes. The corporation shall be specifically authorized to pursue its recreational purpose by leasing and utilizing the Perdido River and the adjacent property located at 7777 South Pineville Road, Walnut Hill, FL 32568. It is specifically intended that the corporation be permitted to conduct activities constituting the recreational purpose for which it is organized; provided, however, such activities must be consistent with the provisions of these articles and the bylaws of the corporation.

(b) No part of the net earnings of the corporation shall inure to the benefit of any director or officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation in effecting one or more of its purposes), and no director or officer of the corporation, or any private individual, shall be entitled to share

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

(c) The corporation shall distribute or apply its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(d) The corporation shall not engage in any act of self-dealing, as defined in Section 4941(d) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

(e) The corporation shall not retain any excess business holdings, as defined in Section 4943(c) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

(f) The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

(g) The corporation shall not make any taxable expenditures, as defined in Section 4945(d) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

(h) Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried

on by an organization exempt under Section 501(c) (7) of the Internal Revenue Code of 1986 and its regulations as they now exist or may hereafter be amended.

ARTICLE III - MEMBERSHIP

There shall be one class of members and all members and all members shall have equal rights. Each member who is in good standing shall be entitled to vote in person at every meeting of the members. Persons over the age of twenty-one (21) are eligible to become members of this corporation upon being nominated by a current member and approved by majority vote of the Board of Directors. The initial members of the corporation shall consist of the initial members of the Board of Directors.

ARTICLE IV - TERM OF EXISTENCE AND COMMENCEMENT OF CORPORATE EXISTENCE

This corporation shall have perpetual existence. The date for commencement of this corporation's existence shall be the date these articles are filed with the Florida Secretary of State.

ARTICLE V - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are as follows:

Glenn Holland
5001 South Pineville Road
Walnut Hill, FL 32568.

ARTICLE VI - OFFICERS

The corporation shall have such officers as the Board of Directors of the corporation shall, in its discretion, determine necessary or appropriate to accomplish the objectives of the corporation. The officers shall be appointed by the Board of Directors at the annual meeting of the Board of Directors.

ARTICLE VII - BOARD OF DIRECTORS

The affairs of this corporation not for profit shall be managed by a Board of Directors. The members shall elect successor directors at the annual meeting of the corporation. Directors are eligible for re-election. The directors shall have full power to appoint officers, and to fill the office of any director who may resign, die, become disabled, or refuse to act. The majority vote of the members or directors present at a meeting at which there is a quorum shall be sufficient for the taking of any action within the power of the corporation, except as otherwise provided in these Articles of Incorporation, the corporate bylaws or by law.

This corporation shall have six (6) directors initially. The number of directors may be either increased or decreased from time to time consistent with the bylaws but shall never be less than three (3). The names and addresses of the initial directors of this corporation are:

Glenn Holland
5001 South Pineville Road
Walnut Hill, FL 32568

Wayne McCullough
6111 Highway 97A
Walnut Hill, FL 32568

Tony Hall
10430 Highway 97A
Walnut Hill, FL 32568

Paul Rylas
5550 South Pineville Road
Walnut Hill, FL 32568

James Barlow
3756 South Pineville Road, Apt. #1
Walnut Hill, FL 32568

Tony Chavers
6801 Pine Forest Road
Walnut Hill, FL 32568

ARTICLE VIII - AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them and all rights and privileges conferred upon the directors and officers of the corporation are subject to this reservation.

ARTICLE IX - BYLAWS

The bylaws of the corporation are to be made, altered or rescinded by the Board of Directors in the manner set forth in the Bylaws of the corporation.

ARTICLE X - DISTRIBUTION ON DISSOLUTION

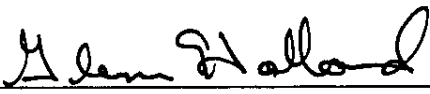
Upon dissolution of the corporation, or the winding up of its affairs, the assets of the corporation shall be distributed to charitable, religious, scientific, literary, or educational organizations that would then qualify under the provisions of Section 501(c) (7) of the Code and its regulations as they now exist or may hereafter be amended. No director or officer of the corporation, nor any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

ARTICLE XI- REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation shall be 5001 South Pineville Road, McDavid, FL 32568. The name of the registered agent of this corporation at that address shall be Glenn Holland.

IN WITNESS WHEREOF, I, the undersigned incorporator of **Three Rung Recreational Club, Inc.**, have hereunto set my hand and seal on the date hereinafter set forth for the purpose of forming this corporation not for profit under the laws of the State of Florida.

INCORPORATOR


Glenn Holland

DATE: Mar 2, 2009.

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of **Three Rung Recreational Club, Inc.** Further, I am familiar with and accept the duties and obligations of such designation.

Glenn Holland

Glenn Holland

DATE: Mar 2, 2009.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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