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**FLORIDA PROFIT/NON PROFIT CORPORATION
CORAL CREEK CLUB MEMBER ACQUISITION CORP.**

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**CORAL CREEK CLUB MEMBER ACQUISITION CORP.
ARTICLES OF INCORPORATION**

The undersigned, acting as incorporator of a Corporation under the Florida Not For Profit Corporation Act (Section 617 of the Florida Statutes), adopts the following Articles of Incorporation for such Corporation.

**ARTICLE I
NAME**

The name of the Corporation is:

CORAL CREEK CLUB MEMBER ACQUISITION CORP.

(hereinafter the "Corporation")

**ARTICLE II
PURPOSES**

The Corporation is organized and shall at all times be operated for pleasure, recreation, and other nonprofit purposes under Section 501(c)(7) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law) (hereinafter the "Code") and to invest in, receive, hold, use, and dispose of all property, real or personal, as may be necessary or desirable to carry into effect the aforementioned purposes.

Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(7) of the Code.

**ARTICLE III
POWERS**

The Corporation shall have all powers conferred upon nonstock corporations organized under Section 617 of the Florida Statutes and any successor provisions thereto now enacted or hereafter amended. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(7) of the Code.

**ARTICLE IV
MEMBERS**

The Corporation shall have no members.

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CORPORATION

ARTICLE V BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors. The number of Directors constituting the initial Board of Directors shall be not less than three (3); thereafter, the number and manner of election or appointment of Directors and their terms of office shall be as provided in the Bylaws, but the number of Directors shall not be less than three (3).

ARTICLE VI DISSOLUTION AND LIQUIDATION

The Corporation may be dissolved upon the adoption of a plan to dissolve in the manner now or hereafter provided in the Florida Statutes. In the event of dissolution of the Corporation, no liquidating or other dividends and no distribution of property owned by the Corporation shall be declared or paid to any private individual, but the net assets of the Corporation shall be distributed as follows:

(i) All liabilities and obligations of the Corporation shall be paid, satisfied and discharged, or adequate provision shall be made therefor.

(ii) Remaining assets shall be distributed as determined by the Board of Directors of the Corporation, as further provided under the Bylaws.

ARTICLE VII AMENDMENT

These Articles may be amended in the manner now or hereafter provided in the Florida Statutes.

ARTICLE VIII MISCELLANEOUS

8.1 The street address of the Corporation's initial registered office in the County of Broward is 1200 South Pine Island Road, Plantation, Florida 33324, and the name of the Corporation's initial registered agent at that office is C T Corporation System.

8.2 The street address in Florida of the Corporation's initial principal office is c/o Gulf to Bay Sotheby's, 336 Park Avenue, Boca Grande, Florida 33921 and the mailing address in Florida of the initial principal office of the Corporation is c/o Gulf to Bay Sotheby's P.O. Box 812, 336 Park Avenue, Boca Grande, Florida 33921.

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STATE OF FLORIDA
TALLAHASSEE

8.3 The name and address of the incorporator is Jason J. Kohout, Esq., Foley & Lardner LLP, 777 East Wisconsin Avenue, Milwaukee, Wisconsin 53202.

IN WITNESS WHEREOF, I have hereunto set my hand as of December 21, 2021.



This document was drafted by and should be returned to Jason J. Kohout, Esq., Foley & Lardner LLP, 777 E. Wisconsin Ave., Milwaukee, WI 53202.

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GEORGE A. COLE
TALLMAN, CO.

7:11 PM

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SECRETARY OF THE
TALLAHASSEE COUNTY

ACCEPTANCE BY REGISTERED AGENT

Having been named registered agent for CORAL CREEK CLUB MEMBER ACQUISITION CORP., at the place designated hereinabove, I hereby accept the designation to act in this capacity, and acknowledge that I am familiar with and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

C T CORPORATION SYSTEM

By: Laura R Broderick
Name: Laura R. Broderick, Assistant Secretary
Date: 12/21/2021

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SECRETARY
TALL/PO. 011111