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ACCOUNT NO. : 072100000032

REFERENCE : 629861 81030A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : June 30, 1995

ORDER TIME : 11:34 AM

ORDER NO. : 629861

CUSTOMER NO: 81030A

CUSTOMER: Ms. Kathryn S. Prosser
BUSCHMAN AHERN AND PERSONS

P. O. Box 50006

Jacksonville Bh, FL 32240-0006

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****122.50 ****122.50

DOMESTIC FILING

NAME: CLAY HILL HUNTING CLUB, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angela Lane

EXAMINER'S INITIALS: _____

T. BROWN JUL - 3 1995

FILED
95 JUL 30 AM 10:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CLAY HILL HUNTING CLUB, INC.
A Corporation Not For Profit

95 JUN 30 AM 10:28
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I: The name of this corporation is CLAY HILL
HUNTING CLUB, INC.

ARTICLE II: This corporation shall have perpetual
existence.

ARTICLE III: This corporation is organized for social and
recreational purposes.

ARTICLE IV: The initial principal office of this
corporation shall be at 816 North Fork Road, Jacksonville, Florida
32234, and the name of the corporations's initial registered agent
is ROBERT B. PERSONS, JR., at 2215 South Third Street, Suite 101,
Jacksonville Beach, Florida 32250.

ARTICLE V: Initially, this corporation shall have five (5)
members on the Board of Directors, and the corporation shall have
the authority to operate with not less than three members on the
Board of Directors. Directors shall be elected by the Members at
the annual meeting of Members and shall serve until the next
succeeding annual meeting and until their successors have been
elected and qualified. The following are the names and
addresses of the initial members of the Board of Directors:

LOUIE CARTER
6090 Old Carter Road
Jacksonville, Florida 32234

RAYMOND DIXON
834 North Fork Road
Jacksonville, Florida 32234

DOUG NORMAN
6111 Eddie Norman Road
Baldwin, Florida 32234

DAVID WALLACE
1108 Richard Lang Road
Jacksonville, Florida 32234

RICHARD HOBBS
6143 Old Carter Road
Jacksonville, Florida 32234

ARTICLE VI: The name and street address of the person
signing these Articles of Incorporation as Incorporator are as
follows:

LOUIE CARTER
6090 Old Carter Road
Jacksonville, Florida 32234

RAYMOND DIXON
834 North Fork Road
Jacksonville, Florida 32234

RICHARD HOBBS
6143 Old Carter Road
Jacksonville, Florida 32234

ARTICLE VII: The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE VIII: The Directors of this corporation shall take action by written consent, as provided by law.

ARTICLE IX: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by a majority of the Board of Directors.

IN WITNESS WHEREOF, the undersigned, being the original Incorporator hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Florida, does make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and, accordingly, has hereunto set his hand and seal this 21st day of June, 1995.

Louie Carter (SEAL)
LOUIE CARTER

Raymond C. Dixon (SEAL)
RAYMOND DIXON

Richard Hobbs (SEAL)
RICHARD HOBBS

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me by LOUIE CARTER, RAYMOND DIXON, and RICHARD HOBBS, who are personally known to me.

WITNESS my hand and official seal in the County and State aforesaid, this 21st day of June, 1995.

NOTARY PUBLIC

Irene L. Harvey

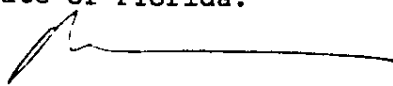


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED
AND ACCEPTANCE AND ACKNOWLEDGMENT

IN COMPLIANCE WITH SECTION 48-091, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST, that CORPORATION, desiring to organize or qualify under the Laws of the State of Florida as a corporation, with its principal place of business at ADDRESS, County of ^C, State of Florida, as indicated in the Articles of Incorporation, has named ROBERT B. PERSONS, JR., located at 2215 South Third Street, Suite 101, Jacksonville Beach, Florida 32250, as its agent to accept service of process within the State of Florida.

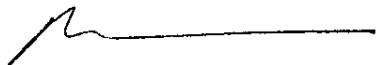
Dated June 21st, 1995


ROBERT B. PERSONS, JR.

ACKNOWLEDGMENT

Having been named to accept service of process for the above named corporation at the place designated in the Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes and acts relative to keeping open said office and with all provisions of all statutes and acts relative to the proper and complete performance of my duties.

Dated June 21st, 1995


ROBERT B. PERSONS, JR.