

HARTLEY, WALL & NORMAN

ATTORNEYS & COUNSELORS AT LAW

SUITE 2810, SUNTRUST CENTER
200 SOUTH ORANGE AVENUE
POST OFFICE BOX 2168
ORLANDO, FLORIDA 32802-2168
(407) 422-7992

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV -2 AM 8:34

N 9 8 0 0 0 0 0 6 2 8 3

October 30, 1998

Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

700002677987--9
-11/02/98--01087--002
****131.25 *****87.50

RE: Jug Creek Conversation Club, Inc.

Dear Sir or Madam:

Enclosed please find the original Articles of Incorporation to be filed with your office for Jug Creek Conservation Club, Inc. Also enclosed is our firm's check in the amount of \$131.25 representing (1) \$35.00 for filing fee (2) \$35.00 for designation of and acceptance by registered agent (3) \$8.75 for certificate of status and (4) \$52.50 for a certified copy of the Articles of Incorporation to be returned to our office. If you require anything further, please do not hesitate to contact this office.

Very truly yours,

Stacey G. Johnson

Stacey G. Johnson, secretary to
Richard F. Wall, Esq.

/sgj
Enclosures

F. CHESSEN NOV 4 1998

**ARTICLES OF INCORPORATION
OF
JUG CREEK CONSERVATION CLUB, INC.**

THE UNDERSIGNED incorporator, desiring to form a corporation not for profit under the provisions of Florida Statutes Chapter 617, does hereby adopt the following Articles Of Incorporation:

ARTICLE I

Name and Principal Address

The name of this corporation shall be JUG CREEK CONSERVATION CLUB, INC., and its principal address shall be Suite 2810, 200 South Orange Avenue, Orlando, Florida 32801.

ARTICLE II

Term and Commencement

This corporation shall have perpetual existence unless dissolved according to law. Corporate existence shall commence with the filing of these Articles Of Incorporation.

ARTICLE III

Purposes

The corporation has not been organized for pecuniary profit. The purposes for which the corporation is organized are:

A. To perform any and all functions with regard to furtherance of the environmental and conservancy concerns of the membership with special emphasis on Jug Creek and its surrounding lands.

B. To have and exercise all powers conferred on a corporation organized under the Florida Not For Profit Corporation Act as currently in effect and as it may be amended, including without limitation all powers necessary or convenient to effect the purposes for which the corporation is organized.

ARTICLE IV

Directors

The qualifications for directors and the manner of their election shall be as regulated by the bylaws. The number of directors from time to time shall be no less than three and no more than five.

98 NOV -2 AM 8:20
DIVISION OF CORPORATIONS
FLA. SEC. OF STATE

ARTICLE V

Initial Board of Directors

The number of directors constituting the initial board of directors shall be three. The names and addresses of the initial directors, who shall serve until the first election of directors or until their earlier resignation, removal, or death, are:

Carl W. Hartley, Jr.
Suite 2810, 200 S. Orange Avenue
Orlando, Florida 32801

James L. Lentz
1210 Easton Avenue
Orlando, Florida 32804

Richard Hamann
Center for Governmental Responsibility
University of Florida
230 Bruton-Greer Hall
Gainesville, FL 32611

ARTICLE VI

Registered Office and Registered Agent

The street address of the initial registered office of the corporation is Suite 2810, 200 S. Orange Avenue, Orlando, Florida 32801, and the name of the initial registered agent of the corporation is Carl W. Hartley, Jr.

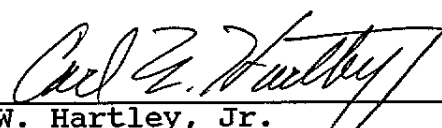
ARTICLE VII

Incorporator

The name and address of the incorporator of the corporation is:

Carl W. Hartley, Jr.
Suite 2810, 200 S. Orange Avenue
Orlando, Florida 32801

IN WITNESS WHEREOF, I, the undersigned incorporator, have executed these Articles Of Incorporation this 30TH day of October, 1998.

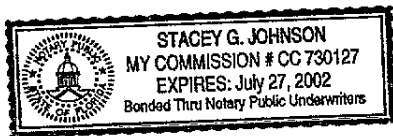


Carl W. Hartley, Jr.
Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME personally appeared Carl W. Hartley, Jr. to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledge to and before that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 30th day of October, 1998.



Stacey G. Johnson
Notary Public - State of Florida
My Commission Expires

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED.**

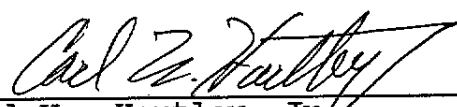
In compliance with Sections 48.091 and 617.0501 Florida Statutes, the following is submitted:

JUG CREEK CONSERVATION CLUB, INC. (the "Corporation"), desiring to organize as a Florida corporation not for profit, has named and designated Carl W. Hartley, Jr. as its Registered Agent to accept service of process within the State of Florida with its registered office located at Suite 2810, 200 S. Orange Avenue, Orlando, Florida 32801.

ACKNOWLEDGEMENT

Having been named as Registered Agent and to accept service of process for the Corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Dated this 30th day of October, 1998.



Carl W. Hartley, Jr.
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV -2 AM 8:34