

TRANSMITTAL LETTER

P000000008057

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

SUBJECT: The Bridgewater Hotel, Resort, and Timeshare
(Proposed corporate name - must include suffix)
Corporation

600003110306--6
-01/25/00--01081--001
*****210.00 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Leyune Marie Legon
Name (Printed or typed)

620 Northwood Circle
Address

Winter Park, FL 32789
City, State & Zip

Daytime Telephone number

RECEIVED
00 JAN 25 PM 2:16
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 JAN 25 PM 2:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

T. SMITH JAN 25 2000

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION OF
THE BRIDGEWATER HOTEL, RESORT, AND TIMESHARE CORPORATION**

**ARTICLE ONE
NAME**

The name of the Corporation is The Bridgewater Hotel, Resort, and Timeshare Corporation.

**ARTICLE TWO
PRINCIPAL OFFICE**

The street address of the initial principal office of the Corporation is:
620 Northwood Circle, Winter Park, Florida 32789.

The mailing address of the Corporation is:
620 Northwood Circle, Winter Park, Florida 32789.

**ARTICLE THREE
CORPORATE DURATION**

The duration of the Corporation is perpetual.

**ARTICLE FOUR
PURPOSE OR PURPOSES**

The general purposes for which the Corporation is organized are:

1. To engage in the business of designing, developing, and operating a hotel, resort, and timeshare community.
2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act, or engage in any other trade or business which can, in the opinion of the board of directors of the Corporation, be advantageously carried on in connection with or auxiliary to the preceding business.
3. To do such other things as are incidental to the above or are necessary or desirable in order to accomplish the above.

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**ARTICLE FIVE
CAPITALIZATION**

The aggregate number of shares which the Corporation is authorized to issue is 1,000. Such shares shall be of a single class, and shall be without par value. Each stockholder shall offer to the Corporation or to the other stockholders of the Corporation a ninety (90) day "first refusal" option to purchase his stock, should he elect to sell his stock.

**ARTICLE SIX
PREEMPTIVE RIGHTS**

The registered holders of the shares of the capital stock of the Corporation shall have the preemptive right to purchase additional stock on such equitable terms, prices, and conditions as shall be fixed by the Board of Directors for the issuance of any stock in the Corporation from time to time. Such preemptive right shall be exercised in the ratio that the number of shares held by each stockholder bears to the total number of shares outstanding.

**ARTICLE SEVEN
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is:
620 Northwood Circle, Winter Park, Florida 32789.

The name of the initial registered agent is:
LeJune Marie Legon

**ARTICLE EIGHT
DIRECTORS**

The number of directors constituting the Corporation's initial board of directors is one (1). The name and address of the person who is to serve as the initial member of the Board of Directors is:

Name	Address
LeJune Marie Legon	620 Northwood Circle Winter Park, Florida 32789

**ARTICLE NINE
INCORPORATORS**

The name and address of the incorporator is:

Name

Address

LeJune Marie Legon

620 Northwood Circle
Winter Park, Florida 32789

**ARTICLE TEN
LIABILITY**

Directors of the Corporation shall not be liable to either the Corporation or to its stockholders for monetary damages for breach of fiduciary duties, unless the breach involves: (1) a director's duty of loyalty to the corporation or of its stockholders; (2) acts or omissions not in good faith, or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the Corporation; or (4) a transaction from which the director derived an improper personal benefit.

**ARTICLE ELEVEN
BYLAWS**

The power to adopt, alter, amend, or repeal Bylaws that are not inconsistent with these Articles of Incorporation is vested in the Board of Directors of the Corporation.

**ARTICLE TWELVE
AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the shareholders of the Corporation.

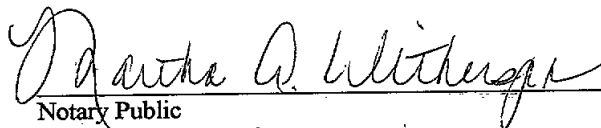
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation,
this 25th day of January, 2000.

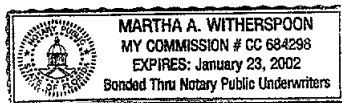

LeJune Marie Legon

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, a notary public in and for said County and State, personally appeared LeJune Marie Legon, known to me and known by me to be the person who executed the foregoing Articles of Incorporation for the purposes set forth therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 25th day of January, 2000.


Notary Public
My commission expires:



CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT REGISTERED OFFICE

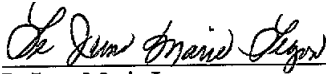
PURSUANT TO THE PROVISIONS OF FS. Section 607.0501 or FS. Section 617.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: The Bridgewater Hotel, Resort, and Timeshare Corporation.
2. The name and address of the registered agent and office is:

Name/Address

LeJune Marie Legon
620 Northwood Circle
Winter Park, Florida 32789

Having been named as registered agent, and to accept service of process for the above stated 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.



LeJune Marie Legon

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AND
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