

TRANSMITTAL LETTER
PO00000 39817

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

SUBJECT: PARADISE LAKES RESORT
(Proposed corporate name - must include suffix)

200003217032--4
-04/20/00--01090--002
*****78.75 *****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: RICHARD HIGBEE
Name (Printed or typed)

2172 PIONEER RD
Address

WAUSAU FL 32462
City, State & Zip

850 - 638 - 0829
Daytime Telephone number

00 APR 20 PM 2:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

00 APR 20 PM 2:31
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED

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

Will wait

T. SMITH APR 20 2000

**ARTICLES OF INCORPORATION
OF
PARADISE LAKES RESORT INCORPORATED**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of FLORIDA.

ARTICLE I NAME

The name of the corporation shall be PARADISE LAKES RESORT INCORPORATED.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of FLORIDA, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 888,888,888,888,888 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be 3900 New Jerusalem Road, Vernon, Fl. 32462, and the name of the initial Registered Agent for the corporation at that address is Richard J. Higbee.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 APR 20 PM 2:36

APPROVED
AND
FILED

DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

The following is submitted in compliance with the laws of
the State of FLORIDA,
PARADISE LAKES RESORT INCORPORATED, a corporation
organizing under the laws of the State of FLORIDA, with
its principal office located at 3900 New Jerusalem Rd.
Vernon, Florida 32462, has named
RICHARD J. HIGBEE, whose address is
2174 Pioneer Rd., Wausau, Florida, 32463,
as its Agent to accept service of process
within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process;
to keep the office open during prescribed hours; to post my name
(and any other officers of said corporation authorized to accept
service of process at the above designated address) in some
conspicuous place in the office as required by law.

Registered Agent:

Richard J. Higbee

STATE OF FLORIDA
COUNTY OF WASHINGTON

BEFORE ME, the undersigned authority, this day personally
appeared RICHARD J. HIGBEE, who, after
being duly sworn, deposes and says that the facts and matters
contained above are true and correct, and that he has executed
the same for the purposes expressed herein.

WITNESS my hand and official seal this 20th day of
April, 2000

(SEAL)

Notary Public PATRICIA ILENE GREEN
State of FLORIDA
My Commission Expires:
May 14, 2001

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Richard J. Higbee
2171 Pioneer Rd.
Wausau, Fl. 32463

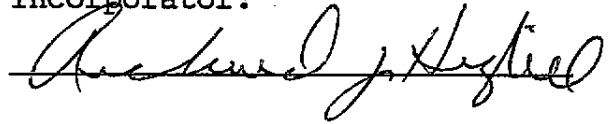
ARTICLE X INCORPORATOR

The name and address of the incorporator is:

RICHARD J. HIGBEE
2172 Pioneer Rd.
Wausau, Fl. 32463

IN WITNESS WHEREOF, the undersigned has hereunto set his
hand and seal on this 20th day of April, ~~19~~ 2000.

Incorporator:



STATE OF FLORIDA
COUNTY OF WASHINGTON

The foregoing instrument was executed and acknowledged
before me this 20th day of April, ~~19~~ 2000, by
RICHARD J. HIGBEE.

(SEAL)

Notary Public PATRICIA ILENE GREEN
State of FLORIDA
My Commission Expires:
May 14, 2001