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FOX & FOX, P. A.
133 BOCA RATON ROAD
BOCA RATON, FLORIDA 33432

LEO A. FOX

P. O. BOX 504
BOCA RATON, FL 33429-0504
TELEPHONE (561) 395-1707
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September 7, 2000

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

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-09/11/00--01096--004
*****78.75 *****78.75

Re: Manatee Springs Country Store and R.V. Campground, Inc.

Dear Sir:

We have enclosed with this letter, the original and one copy of Articles of Incorporation for the above referenced new corporation.

Also enclosed is Certificate Designating Resident Agent.

Our check in the amount of \$78.75, covering filing fee, tax and certified copy of Articles, is enclosed. Please return to us a certified copy of Articles as soon as same have been filed.

Sincerely yours,


Leo A. Fox

LAF/sil
Enclosures

FILED
00 SEP 11 PM 2:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA

T BROWN SEP 13 2000

ARTICLES OF INCORPORATION
OF
MANATEE SPRINGS COUNTRY STORE AND R.V. CAMPGROUND, INC.

FILED
00 SEP 11 PM 2:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribed to these Articles of Incorporation, desiring to form a corporation under the laws of the State of Florida, does hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws and does hereby adopt the following Articles of Incorporation as the Charter of the Corporation hereby organized.

ARTICLE I
MANATEE SPRINGS COUNTRY STORE AND R.V. CAMPGROUND, INC.

The name of the Corporation shall be MANATEE SPRINGS COUNTRY STORE AND R.V. CAMPGROUND, INC.

ARTICLE II
The principal place of business and mailing address of the corporation is:

11490 N.W. 15th Street
Chiefland, FL 32626

ARTICLE III
CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 1,000 shares of common stock @ \$1.00 par value.

ARTICLE IV
REGISTERED OFFICE

The street address of the initial registered office of the Corporation is 11490 N.W. 115th Street, Chiefland, Florida 32626, and the name of the initial registered agent at such address is EDWARD R. EUBANK.

ARTICLE V
INCORPORATOR

The name and address of the incorporator of this Corporation is:

EDWARD R. EUBANK
12190 NW 110th Avenue
Chiefland, FL 32626

ARTICLE VI
AMENDMENT

Unless otherwise set forth herein, the Corporation reserves the right in accordance with the Florida General Corporation Law to amend, alter, modify or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the above named incorporator has hereunto subscribed his name this 6 day of SEPT, 2000.


EDWARD R. EUBANK

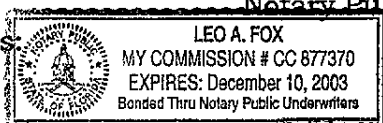
STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned officer, this day personally appeared EDWARD R. EUBANK, to me well known and well known to me to be the person described in and who subscribed his name to the foregoing Articles of Incorporation for the uses and purposes therein expressed.

WITNESS my hand and official seal at the County and State aforesaid this 6 day of SEPT, 2000.


Notary Public

My Commission expires



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES,
THE FOLLOWING IS SUBMITTED:

MANATEE SPRINGS COUNTRY STORE AND R.V. CAMPGROUND, INC.,
desiring to organize or qualify under the laws of the State of Florida, with its
principal place of business at the City of Chiefland, State of Florida, has named
EDWARD R. EUBANK, 11490 N.W. 115th Street, Chiefland, Florida 32626, as
its agent to accept service of process within Florida.

Edward R. Eubank
EDWARD R. EUBANK

President
TITLE

9/1/00
DATE

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

Edward R. Eubank
EDWARD R. EUBANK

9/1/00
DATE

FILED
00 SEP 11 PM 2:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA