P010000009190

Janelle E. Marx 1370 Whiskey Creek Drive Fort Myers, Florida 33919

January 20, 2001

OI JAN 24 AM 9: 30
TALLAHASSEE, FLORIDA

Katherine Harris
Florida Department of State
Division of Corporations
Corporate Records
P.O. Box 6327
Tallahassee, Florida 32314

600003572936--1 -01/24/01--01047--017 ******78.75 ******78.75

Dear Ms. Harris:

Enclosed herewith please find two original Articles of Incorporation for Peace River Resort, Incorporated in which I would like to have filed with your office and request a certified copy as shown by the records of your office.

I have further enclosed two originalCertificates Of Designation Of Registered Agent/Registered Office that I would request be registered with your office and further certified.

I am including herewith my personal check in the amount of \$78.75 for registration of Articles of Incorporation, Registered Agent and certification of same.

Please provide with the certification the form for filing with your office for a corporation formed during the period ended December 31, 2000.

Thankyou.

Janelle E. Marx

(A) 30)

ARTICLES OF INCORPORATION

01 JAN 24 AM 9:30 The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: Peace River Resort, Incorporated.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall Peace River Resort, Incorporated be:

> 1370 Whiskey Creek Drive Fort Myers, Florida 33919

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time shall be:

10,000 Shares Capital Common Stock With a \$10.00 Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Janelle E. Marx 1370 Whiskey Creek Drive, Fort Myers, Florida 33919

ARTICLE V INCORPORATOR(S)

The name(s) and address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Janelle E. Marx 1370 Whiskey Creek Drive, Fort Myers, Florida 33919

ARTICLE VI BUSINESS PURPOSE

The business purpose for which this corporation is being formed is to own and operate a 45 unit motel, antique mall, tea room, and flower shop within the State of Florida in a commercial intensive zoning area.

The business purpose stated shall not limit the business to the operations above named but shall be unlimited as to commercial businesses as provided by Florida Statutes and the zoning governing business development within the property boundaries of that property(ies) in which the company ultimately acquires.

The undersigned incorporator(s) has (have) executed these ARTICLES OF INCORPORATION this 20th day of January, 2001.

Janelle & Mark

Janelle E. Mark

Articles of Incorporation Filing Fee-\$35.00

CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, 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:	PEACE RIVER RESORT
INCORPORATED	

2. The name and address of the registered agent and office is:

Janelle E. Marx

(name)

1370 Whiskey Creek Drive

(P.O. Box not acceptable)

Fort Myers, Florida 33919

(City/State/Zip)

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.

(Signature) (Date)