

PO 1000019105 FILED

LAW OFFICE OF
RAYMOND E. THOMPSON
628 Southeast Seventeenth Street
OCALA, FLORIDA 34471-4429

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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February 14, 2001

Secretary of State
State of Florida
Tallahassee, Florida 32304

RE: Incorporation of ABC MANAGEMENT, INC.

Gentlemen:

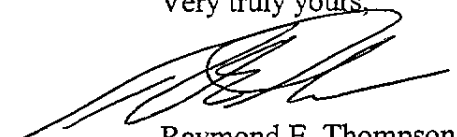
With reference to the above captioned, I enclose herewith Articles of Incorporation of the above named corporation along with this firm's trust account check in the amount of \$122.50 representing the following fees:

- 1. Filing fee \$ 35.00
- 2. Certified copy \$ 52.50
- 3. Registered Agent Designation \$ 35.00
- \$122.50

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-02/20/01--01086--015
****122.50 *****78.75

If you find the enclosed Articles of Incorporation in order, please issue same and forward certified copy to the undersigned. As in the past, your cooperation is sincerely appreciated.

Very truly yours,


Raymond E. Thompson

RET/mrm
Enclosures

*Done
2/21/01
SV*

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

ABC COUNTRY CLUB MANAGEMENT, INC.

ARTICLE I

NAME: The name of this corporation is:

ABC COUNTRY CLUB MANAGEMENT, INC.

ARTICLE II

DURATION: This corporation shall commence business on the date of acceptance by the Department of State of the State of Florida and shall have perpetual existence, unless otherwise dissolved in accordance with the law.

ARTICLE III

PURPOSE: The corporation is organized for the purpose of transacting any and all lawful businesses, within and without the State of Florida.

ARTICLE IV

CAPITAL STOCK: This corporation is authorized to issue one thousand (1,000) shares of Ten Dollar (\$10.00) per value of common stock.

ARTICLE V

PRE-EMPTIVE RIGHTS: Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED

OFFICE AND AGENT: The street address and mailing address of the initial registered office, the principal office and the mailing address of the corporation is:

13160 Southeast Highway 484
Bellevue, Florida 34420

The name of the initial registered agent of this corporation at that address is:

ROMONA L. STUBBS

ARTICLE VII

INITIAL BOARD

OF DIRECTORS: This corporation shall have two (2) directors initially. The number may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

ROMONA L. STUBBS
14225 SE 155th Street
Weirsdale, Florida 32195

WENDY A. VENTURA
3500 Sailfish Avenue
Fruitland Park, Florida 34731

ARTICLE VIII

SUBSCRIBERS: The names and addresses of the persons signing the Articles of Incorporation are:

WENDY A. VENTURA
3500 Sailfish Avenue
Fruitland Park, Florida 34731

ROMONA L. STUBBS
14225 SE 155th Street
Weirsdale, Florida 32195

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 14th day of February, 2001.

Wendy Ann Ventura
WENDY A. VENTURA

Romona L. Stubbs
ROMONA L. STUBBS

STATE OF FLORIDA
COUNTY OF MARION

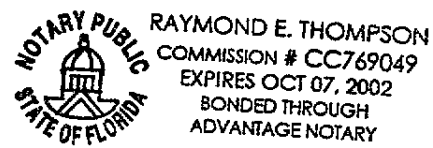
Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared **WENDY A. VENTURA** and **ROMONA L. STUBBS**, personally known to me to be the person who executed the foregoing Articles of Incorporation or who did produce a driver's license as identification and they acknowledged before me that they executed these Articles of Incorporation, and who did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 14th day of February, 2001.

NOTARY PUBLIC

(SEAL)

Sign [Signature]
Print RAYMOND E. THOMPSON
State of FLORIDA
COMMISSION NO: CC 769049
COMMISSION EXPIRES: October 7, 2002



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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCEPTANCE OF REGISTERED AGENT

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.

Romona L. Stubbs

Romona L. Stubbs, Registered Agent

2/14/01

Date