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PALMETTO, FLORIDA 34221
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PO1000069143

State of Florida
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

Re: Incorporation of FLORIDA'S SUNCOAST GOLFING LIFESTYLE,
INCORPORATED

Gentlemen:

The documents listed below are forwarded to you with this letter. Please file documents and process them as needed and return to us one certified copy to our office at 701 8th Avenue W., Palmetto, Florida 34221

The enclosed documents are as follows:

1. Original Articles of Florida's Suncoast Golfing Lifestyle, Incorporated.
2. One copy of the Articles of Incorporation for Florida's Suncoast Golfing Lifestyle, Incorporated.
3. Certificate designating a registered agent.

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-07/11/01--01037--004
*****78.75 *****78.75

The filing fees and charges are as follows and a check enclosed:

Filing fee for original Articles	\$35.00
Cert. Copy	\$ 8.75
Filing resident agent form	\$35.00
TOTAL	\$78.75

Sincerely,

S/

Chris M. Pratt

FILED
01 JUL 11 AM 10:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CMP/jm
enclosures

G. BULLOCK JUL 13 2001

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**ARTICLES OF INCORPORATION
OF
FLORIDA'S SUNCOAST GOLFING LIFESTYLE, INCORPORATED**

FILED
01 JUL 11 AM 10:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

NAME

The name of the corporation is: FLORIDA'S SUNCOAST GOLFING LIFESTYLE,
INCORPORATED.

ARTICLE TWO

DURATION

This corporation shall have perpetual existence commencing on the date of this filing of
these Articles with the Department of State.

ARTICLE THREE

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for
which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or
may after be amended.

ARTICLE FOUR

CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value
common stock which shall be designated as "Common Shares".

ARTICLE FIVE

PREEMPTIVE RIGHTS GRANTED

Every shareholder, upon the sale for cash of any new stock of this corporation, 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 SIX

REGISTERED OFFICE

The street address of the initial registered office of the corporation is 3211 33RD Street W., Bradenton, Florida, 34205, and the name of the initial registered agent at such address is J. Frank Arnold.

ARTICLE SEVEN

DIRECTORS

This corporation shall have two Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The name and addresses of the initial Board of Directors of the corporation is:

Todd Michael Merickel
802 Home Place
Sarasota, Florida 34232

J. Frank Arnold
3211 33rd Street W.
Bradenton, Florida 34205

ARTICLE EIGHT

INCORPORATORS

The name and address of the incorporators is: Todd Michael Merickel, 244 Shopping Avenue #365, Sarasota, Florida 34237 and J. Frank Arnold, 3211 33rd Street W., Bradenton, Florida 34205.

ARTICLE NINE
INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.


ARTICLE TEN
AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, we have subscribed our names this ____ day of _____, 2001.



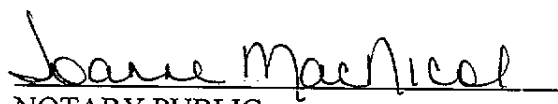
TODD MICHAEL MERICKEL



J. FRANK ARNOLD

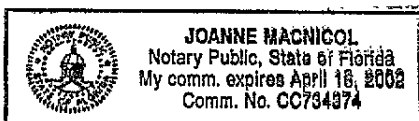
STATE OF FLORIDA
COUNTY OF MANATEE

On this 9th day of July, 2001, before me, the undersigned officer, personally appeared J. Frank Arnold who is personally known to me ____ or who has produced a FL DL # A654-426-46-229-0 as identification, to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purpose therein contained.



NOTARY PUBLIC

My commission expires:

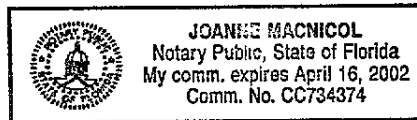


STATE OF FLORIDA
COUNTY OF MANATEE

On this 9th day of July, 2001, before me, the undersigned officer,
personally appeared Todd Merchel, who is personally known to me or who has
produced a FL DL # M624-813-66-050-0 as identification, to be the person whose name is
subscribed to the within instrument, and acknowledged that he executed the same for the purpose
therein contained.

Joanne MacNicol
NOTARY PUBLIC

My commission expires:



STATE OF FLORIDA
DEPARTMENT OF STATE

FILED
01 JUL 11 AM 10:40
TALLAHASSEE
SECRETARY OF STATE

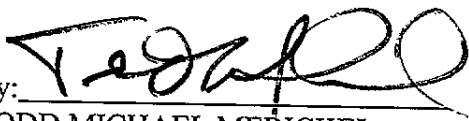
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED AND NAMES AND ADDRESSES OF THE OFFICERS AND DIRECTORS.

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

FLORIDA'S SUNCOAST GOLFING LIFESTYLE, INCORPORATED, a corporation organizing under the Laws of the State of Florida, with it's principal office at 244 Shopping Avenue #365, being in Sarasota, Florida, has named J. Frank Arnold as its registered agent to accept service of process within this state. The registered office is located at 3211 33rd Street W., Bradenton, Florida 34205.

<u>OFFICERS</u>	<u>TITLE</u>	<u>SPECIFIC ADDRESS</u>
Todd Michael Merickel	President	802 Home Place Sarasota, Florida 34232
J. Frank Arnold	Secretary	3211 33 rd Street W. Bradenton, Florida 34205

DIRECTORS: Same as Officers

By: 
TODD MICHAEL MERICKEL
Incorporator

By: 
J. FRANK ARNOLD
Incorporator

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process, to keep the registered 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 Florida designated address) in some conspicuous place in the office as required by law.


J. FRANK ARNOLD
Registered Agent