

**SH** LAW OFFICES OF  
**STADLER & HARRIS, P.A.**

Richard E. Stadler  
John M. Harris  
Elizabeth Siano Harris  
Of Counsel

**PO1000106955**

October 29, 2001

FEDERAL EXPRESS

Secretary of State  
Corporate Division  
The Capital  
Tallahassee, Florida 32304

Re: Articles of Incorporation  
SHERWOOD GOLF CLUB, INC.

600004665616--5  
-11/05/01--01034--020  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Gentlemen:

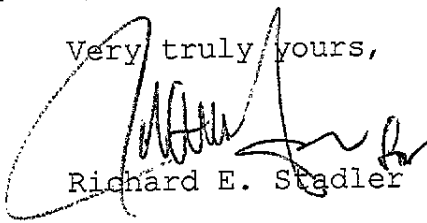
I am enclosing herewith an original and a copy of Articles of Incorporation for SHERWOOD GOLF CLUB, INC.. In addition, my check in the amount of \$78.75 is enclosed to cover the following fees:

Filing Fee	\$ 35.00
Certified Copy	8.75
Registered Agent Fee	35.00
Total	\$ 78.75

Please file the original Articles of Incorporation and return a certified copy to the undersigned in the enclosed envelope.

I thank you in advance for your prompt assistance.

Very truly yours,

  
Richard E. Stadler

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TITUSVILLE  
1820 Garden Street  
Titusville, Florida 32796  
Ph. 407-264-8800

Fax 407-264-0010  
E-Mail 71774.1630@compuserve.com

B. Mitchell

NOV 6 2001

NEW SMYRNA BEACH  
212 Palmetto Street  
New Smyrna Beach, Florida 32168  
Ph. 904-424-9909

**ARTICLES OF INCORPORATION**  
**OF**  
**SHERWOOD GOLF CLUB, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby subscribe to these Articles of Incorporation and execute same for the purpose of becoming a corporation for profit under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the Corporation shall be SHERWOOD GOLF CLUB, INC.

**ARTICLE II - DURATION**

The corporation shall have perpetual existence commencing on the filing of these Articles with the Secretary of State of the State of Florida.

**ARTICLE III - PRINCIPAL OFFICE**

The principal office of the corporation is 3885 South Street, Titusville, FL 32780. The mailing address for the corporation is the same.

**ARTICLE IV - PURPOSE**

The corporation is organized to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE V - CAPITAL STOCK**

The corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value common stock which shall be designated "common shares".

**ARTICLE VI - INITIAL DIRECTORS**

The corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the by-laws, but shall never be less than one. The name and address of the initial directors is as follows:

B. S. HOLLOWAY

- 3885 South Street  
Titusville, FL 32780

#### ARTICLE VII - INCORPORATORS

The name and address of the initial incorporators of this corporation is as follows:

B. S. HOLLOWAY

3885 South Street  
Titusville, FL 32780

#### ARTICLE VIII - REGISTERED AGENT

The name and street address of the initial registered agent and office of this corporation is as follows:

B. S. HOLLOWAY

3885 South Street  
Titusville, FL 32780

#### ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

#### ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the board of directors and shareholders of the corporation.

#### ARTICLE XI - AMENDMENT

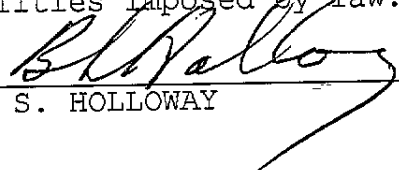
The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 29<sup>th</sup> day of October, 2001.

  
B. S. HOLLOWAY


#### ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts appointment as registered agent for SHERWOOD GOLF CLUB, INC.. and agrees to perform all duties and accept all responsibilities imposed by law.

  
B. S. HOLLOWAY

STATE OF FLORIDA     )  
COUNTY OF BREVARD    )

BEFORE ME, the undersigned authority, personally appeared B. S. HOLLOWAY, who is personally known to me or who produced his driver's license for identification, and who took an oath and executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same, this 29 day of October, 2001.

  
\_\_\_\_\_  
Notary Public, State of Florida  
Richard E. Stadler  
My Commission Expires:


( S E A L )

STATE OF FLORIDA     )  
COUNTY OF BREVARD    )



John M. Harris  
MY COMMISSION # CC850069 EXPIRES  
October 27, 2003  
BONDED THRU TROY FAIN INSURANCE, INC.

BEFORE ME, the undersigned authority, personally appeared B. S. HOLLOWAY who was personally known to me or who produced his driver's license for identification, and who took an oath and executed the foregoing Acceptance of Registered Agent and acknowledged before me that he executed the same, this 29 day of October, 2001.

  
\_\_\_\_\_  
Notary Public, State of Florida  
Richard E. Stadler  
My Commission Expires:

( S E A L )



John M. Harris  
MY COMMISSION # CC850069 EXPIRES  
October 27, 2003  
BONDED THRU TROY FAIN INSURANCE, INC.