

PO 20000008248
STRAUGHN, STRAUGHN & TURNER, P.A.
ATTORNEYS AND COUNSELORS AT LAW

255 MAGNOLIA AVENUE
WINTER HAVEN, FLORIDA
33880

RICHARD E. STRAUGHN
MARK G. TURNER
DAVID C. DISMUK

JACK STRAUGHN
(1925-2000)

MAILING ADDRESS:
POST OFFICE BOX 2295
WINTER HAVEN, FLORIDA
33883-2295

TELEPHONE: (863) 293-1184
FAX: (863) 293-3051
rstraughn@aol.com
markgturn@aol.com
dizmukes@aol.com

January 10, 2002

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

800004781468--8
-01/17/02--01032--009
*****78.75 *****78.75

RE: CYPRESS CREEK GOLF CENTER, INC./
Incorporation
Our File No.: 4955/001

Dear Sir:

Enclosed for filing, please find the Articles of Incorporation, together with the Registered Agent form. Also enclosed, is my firm's check in the amount of \$78.75, which represents the filing fee of \$70.00, plus the cost of a certified copy of \$8.75.

Please forward a certified copy to this office.

Thanking you in advance for your assistance in this matter, Should you have any questions, please do not hesitate to contact me.

Sincerely yours,

STRAUGHN, STRAUGHN & TURNER, P.A.


David C. Dismuke

DCD/djb
Enclosures

FILED
02 JAN 17 PM 2:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

cypresscr.inc\letter\fladept.art

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ARTICLES OF INCORPORATION
OF
CYPRESS CREEK GOLF CENTER, INC.

The undersigned subscriber to these Articles of Incorporation, competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

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02 JAN 17 PM 2:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is CYPRESS CREEK GOLF CENTER, INC., whose mailing address is: 2501 Dundee Road, Winter Haven, Florida 33884.

ARTICLE II - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The total authorized capital stock of this Corporation shall be 7,500 shares of common stock at \$1.00 par value, all of said common stock fully paid and non-assessable.

ARTICLE IV - PREEMPTIVE RIGHTS

The shareholders of this Corporation shall have preemptive rights to the Corporation's common stock.

ARTICLE V. - TERM OF EXISTENCE

The Corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE VI - ADDRESS

The principal office of this Corporation shall be 2501 Dundee Road, Winter Haven, Florida 33884, but the Corporation shall have the power to establish branch offices and other places of

business at such other place within or without the State of Florida, as may be determined and deemed expedient by the Board of Directors.

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director initially, the number of Directors may be increased or diminished from time to time according to By-Laws adopted by the Stockholders, but shall never be less than one.

ARTICLE VIII - ORIGINAL DIRECTOR

The name and address of the member of the first Board of Directors, are:

ALLAN SCOTT BAILEY	197 Lake Otis Road Winter Haven, Florida 33884
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ARTICLE IX. - SUBSCRIBER

The name and address of the Subscriber to the Articles of Incorporation of this Corporation, are:

ALLAN SCOTT BAILEY	197 Lake Otis Road Winter Haven, Florida 33884
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IN WITNESS WHEREOF, the Subscriber has hereunto set his hand and seal and acknowledged and filed the foregoing Articles of Incorporation in the office of the Secretary of State, this
14th day of January, 2002.



ALLAN SCOTT BAILEY

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

In Pursuant of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:....

FIRST--- CYPRESS CREEK GOLF CENTER, INC., desiring to
organize under the Laws of the State of Florida, with its
principal office, as indicated in the Articles of Incorporation,
in the City of Winter Haven, State of FLORIDA, has named, ALLAN
SCOTT BAILEY, located at 2501 Dundee Road, Winter Haven, Florida
33884, as its Agent to accept Service of Process within this
State.

ACKNOWLEDGEMENT: (Must be signed by Registered Agent).

Having been named to accept service of process for the above
state Corporation, at the place designated in this Certificate, I
hereby accept to act in this capacity, and agree to comply with
the provisions of said act relative to keeping open said office.


ALLAN SCOTT BAILEY

FILED
02 JAN 17 PM 2:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA