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April 2, 2002

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-04/08/02-01078-019  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

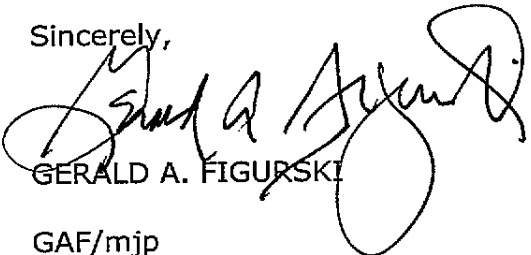
**RE: Pelican Bay Club, Inc.**

Dear Madam Secretary:

Enclosed for filing please find an original and two copies of the Articles of Incorporation for Pelican Bay Club, Inc., along with our check in the amount of \$78.75, to cover the filing and certified copy fees. Please return a certified copy of the Articles to our office.

Thank you for your assistance in this matter.

Sincerely,

  
GERALD A. FIGURSKI

GAF/mjp  
Enclosures

02 APR - 8 PM 3:52  
RECEIVED  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION****OF****PELICAN BAY CLUB, INC.****FILED****02 APR -8 PM 3:52****SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

The undersigned subscriber is organizing a corporation for profit pursuant to the Statutes of the State providing for the formation, liabilities, rights, privileges and immunities of a corporation for profit.

**ARTICLE I**

The name of the corporation shall be **PELICAN BAY CLUB, INC.**, and the principal place of business of said corporation shall be 8517 South Park Circle, Suite 210, Orlando, Florida 32819.

**ARTICLE II**

The registered office of said corporation shall be in Orange County, Florida, which address shall be 8517 South Park Circle, Suite 210, Orlando, Florida 32819, and JOANNA F. BROOKS, is hereby designated as the Registered Agent for service of process for said corporation at said address.

**ARTICLE III**

The purpose of the corporation is to engage in any activities or business permitted under the laws of the State of Florida or the United States.

**ARTICLE IV**

This corporation shall be authorized to issue Five Thousand Dollars (\$5,000.00) in stock as follows:

Common Stock	\$1.00 par value \$1.00 per share A total of 5,000 shares
Preferred Stock	No Preferred Stock

**ARTICLE V**

The corporation shall begin business with a paid in capital of Five Hundred and no/100 Dollars (\$500.00), which may be in cash or the equivalent value in property.

**ARTICLE VI**

The corporation shall have a perpetual existence unless dissolved according to law.

**ARTICLE VII**

The number of directors of this corporation Initially shall be one (1); however, this number may be changed from time to time by lawful amendment of the By-Laws provided each number shall not be more than nine (9) and less than one (1).

**ARTICLE VIII**

The name and address of the organizer and the first Board of Directors, who, subject to the provisions of this Certificate of Incorporation, the By-Laws of the corporation, and the laws of the State of Florida, shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified are as follows:

<u>Name</u>	<u>Address</u>	<u>Title</u>
PATRICK B. KIRKLAND	4360 Chamblee Dunwoody Road Suite 407 Atlanta, Georgia 30341	Director/President/ Secretary/Treasurer

**ARTICLE IX**

The number of shares of common stock subscribed to by the said corporation are as follows:

<u>Name</u>	<u>Shares</u>
PATRICK B. KIRKLAND	100 Shares

**ARTICLE X**

The corporation shall have a lien on all shares of stock in an amount equal to any debts that a stockholder may owe the corporation.

No transfer of stock shall be valid or binding until the transfer has been duly recorded and entered upon the corporate books.

The power to amend the Certification of Incorporation shall be vested in the Board of Directors, but such amendment shall not become effective until and unless approved by a majority of the stockholders.

**IN WITNESS WHEREOF**, the undersigned organizer and incorporator has hereunto set his hand and seal this 21 day of march, 2002, for the purpose of forming this corporation under the laws of the State of Florida, and hereby make and file this Certificate of Incorporation in the Office of the Secretary of State of Florida and certify that the facts therein are true.

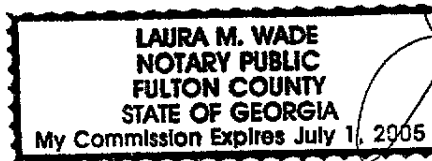
Witnesses:

Real Weiss  
Nanci Lewis

Patrick B. Kirkland  
PATRICK B. KIRKLAND

STATE OF FLORIDA  
COUNTY OF Fulton

The foregoing Articles of Incorporation was acknowledged before me this 21<sup>st</sup> day of march, 2002, by PATRICK B. KIRKLAND, who is personally known to me or has produced \_\_\_\_\_ as identification and who did take an oath.



Notary Signature

Name of Notary Printed

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Dated: March 22, 2002

Joanna F. Brooks  
JOANNA F. BROOKS  
Registered Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APR - 8 PM 3:52

FILED