CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Signature	Fictitious Owner Search Vehicle Search
Requested by Q 18 Name Date Time	Driving Record UCC 1 or 3 File UCC 11 Search
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ARTICLES OF INCORPORATION 02 SEP 18 PM 1:54 OF

THE 13 CLUB HOLDING, INC. SECRETARY DE STATE TALLAMASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607 of the Florida Statutes, hereinafter referred to as the Corporation, hereby agrees to the following:

ARTICLE I Name and Address

Section 1. The name of the Corporation shall be THE 13 CLUB HOLDING, INC.

Section 2. The address of the principal office of the Corporation and the mailing address is 2451 McMullen Booth Rd #231, Clearwater, FL 33759.

ARTICLE II Purpose and Powers

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

ARTICLE III Term of Existence

The Corporation shall have perpetual existence. Corporate existence shall commence on the date of filing of these _ Articles of Incorporation.

ARTICLE IV Capital Stock

The authorized capital stock of the Corporation shall be 7,500 shares of common stock having a par value of \$1.00 per share.

ARTICLE V Board of Directors

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

Section 2. The initial Board of Directors of the Corporation shall consist of one (1) Director, whose name and address are as follows:

<u>Name</u> Gerlinde Kobold Address
P.O. Box 223672
West Palm Beach, FL 33422

Section 3. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than one (1).

Section 4. Directors shall be elected and hold office as provided in the Bylaws.

ARTICLE VI <u>Bylaws</u>

Section 1. The initial Board of Directors shall adopt Bylaws for the Corporation at a meeting of the initial Board of Directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the shareholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the shareholders may provide that it shall be altered, amended, or repealed only by the shareholders.

ARTICLE VII Amendments

These Articles of Incorporation may be amended as set forth in the Florida Statutes, as amended from time to time.

ARTICLE VIII Registered Office and Agent

Section 1. The name of the initial registered agent of the Corporation located at said address shall be Uta S. Grove, P.A.

<u>Section 2</u>. The street address of the initial registered office of the Corporation shall be:

2451 McMullen Booth Rd. #231 Clearwater, FL 33759

ARTICLE IX Incorporator

The name and address of the Incorporator is:

PH II S

Name '

Address

Gerlinde Kobold

P.O. Box 223672 West Palm Beach, FL 33422

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this / // day of September, 2002.

Gerlinde Kobold, Incorporator

<u>ACCEPTANCE</u>

I hereby accept to act as initial Registered Agent for THE 13 CLUB HOLDING, INC., as stated in these Articles of Incorporation.

Uta S. Grove, P.A

by: / Ha XTLOVE

Ura'S. Grove, its President