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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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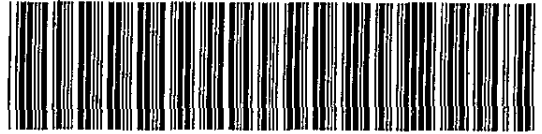
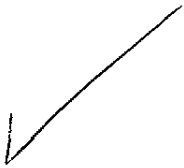
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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TALLERMAN

03 JUL 23 PM 4:06

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**LEONARD H. BAIRD, JR.**

ATTORNEY AT LAW

POST OFFICE DRAWER 121066

**CLERMONT, FLORIDA 34712-1066**

E-MAIL ADDRESS: LEONARDRBAIRDJR@AOL.COM

635 WEST HIGHWAY 50  
SUITE A

TELEPHONE (352) 394-2114  
TELECOPIER (352) 394-0180

July 22, 2003

Department Of State  
Division of Corporations  
49 East Gaines Street  
Tallahassee, FL 32309

RE: GREEN VALLEY COUNTRY CLUB, INC.

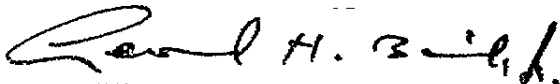
Dear Sir:

Please find enclosed original Transmittal Letter along with two (2) copies of Articles Of Incorporation and Appointment Of Registered Agent and my check in the amount of \$87.50. Please forward to me as soon as possible the certified copy and certificate of status.

Also enclosed are original and one (1) copy of Articles Of Merger along with my check in the amount of \$35.00 to cover the filing fee. We are merging Green Valley Country Club, Inc., a corporation not for profit into Green Valley Country Club, Inc., a Florida corporation. Please note that I have not included the Florida Document/Registration Number and have not included the FEI Number since I am going to do at this same time.

I am enclosing a UPS overnight envelope for your convenience in forwarding the above requested documents to me.

Very truly yours,

  
LEONARD H. BAIRD, JR.

LHB/rpe

Enclosures

UPS Delivery

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: GREEN VALLEY COUNTRY CLUB, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00       \$78.75  
Filing Fee      Filing Fee  
& Certificate of Status

\$78.75       \$87.50  
Filing Fee      Filing Fee,  
& Certified Copy      Certified Copy  
& Certificate of  
Status  
**ADDITIONAL COPY REQUIRED**

FROM: Leonard H. Baird, Jr., Attorney at Law  
Name (Printed or typed)

635 West Highway 50, Suite A  
Address

Clermont, FL 34711  
City, State & Zip

352-394-2114  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION  
OF  
GREEN VALLEY COUNTRY CLUB, INC.

FILED  
03 JUL 23 PM 4:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is GREEN VALLEY COUNTRY CLUB, INC., and its principal office and mailing address is:

14601 Green Valley Boulevard, P. O. Box 120278  
Clermont, Florida 34712

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common stock having a par value of \$1.00.

ARTICLE V - INITIAL REGISTERED AGENT

The name and street address of the Registered Agent of this corporation at that address is: LEONARD H. BAIRD, JR., 635 West Highway 50, Suite A, Clermont, Florida 34711.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have 7 directors initially. The number of directors may be either increased or diminished from

time to time by the bylaws but shall never be less than 3 or more than 7. The names and addresses of the initial directors of this corporation are:

CHRIS BISHOP	14743 Green Valley Boulevard Clermont, Florida 34711
BERT HEJL	8901 Pebble Beach Place Clermont, Florida 34711
MARK COMPSTON	11309 Preston Cove Clermont, Florida 34711
JOHN MODICA	608 S. Main Ave. #37 Clermont, Florida 34711
GEORGE PRIDGEON	15025 Green Valley Boulevard Clermont, Florida 34711
JOHN ROSICH	8710 Village Green Boulevard Clermont, Florida 34711
GILBERT VERNET	1177 Greenley Avenue Groveland, Florida 34736

#### ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

LEONARD H. BAIRD, JR. - Incorporator	P. O. Drawer 121066 Clermont, Florida 34712-1066
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#### ARTICLE VIII - BYLAWS

Bylaws of this corporation may be adopted, amended, or repealed by either the Board of Directors or by the Stockholders, except as otherwise provided in the Bylaws.



APPOINTMENT OF REGISTERED AGENT

The Division of Corporations of the Department of State uses the following form to designate the registered agent:

Certificate Designating Place of Business or Domicile for the Service of Process within Florida, Naming Agent Upon Whom Process May Be Served.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First- GREEN VALLEY COUNTRY CLUB, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Clermont, State of Florida, has named LEONARD H. BAIRD, JR., located at 638 West Highway 50, Suite A, Clermont, Florida 34711, as its agent to accept service of process within Florida.

Signature: \_\_\_\_\_

JOHN MODICA  
Corporate Officer

Title: President

Date: July 22, 2003

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.

Signature: \_\_\_\_\_

LEONARD H. BAIRD, JR.  
Resident Agent

Date: July 22, 2003

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA