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RECEIVED  
04 APR -6 AM 10:23  
DIVISION OF CORPORATION  
TALLAHASSEE, FLORIDA  
01 APR -6 AM 11:01

**CORPORATE  
ACCESS,  
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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*4/16/04 Alinda*

☒ CERTIFIED COPY \_\_\_\_\_

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☒ FILING *Articles*

1.) *Caribbean Golf + Hotel Developers, Inc.*  
(CORPORATE NAME & DOCUMENT #)

2.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

3.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

4.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

5.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

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04 APR -6 PM 11:02  
STATE  
TALLAHASSEE, FLORIDA

SPECIAL INSTRUCTIONS \_\_\_\_\_

**ARTICLES OF INCORPORATION  
OF  
CARIBBEAN GOLF & HOTEL DEVELOPERS, INC.**

**ARTICLE I**

**NAME**

The name of this corporation is CARIBBEAN GOLF & HOTEL DEVELOPERS, INC..

**ARTICLE II**

**PRINCIPAL PLACE OF BUSINESS AND ADDRESS**

The principal place of business and mailing address of the corporation is 2335 NW 10th Street, Ocala, FL 34475

**ARTICLE III**

**DURATION**

This corporation shall have perpetual existence, commencing on the date of this filing of these Articles with the Florida Department of State.

**ARTICLE IV**

**PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

**ARTICLE V**

**CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value voting common stock.

**ARTICLE VI**

**PREEMPTIVE RIGHTS**

Every shareholder, upon sale for cash of any new shares of this corporation, shall have the right to purchase his or her *pro rata* share thereof, as nearly as may be done without issuance of fractional shares, at a price at which it is offered to others.

**ARTICLE VII**

**INITIAL BOARD OF DIRECTORS**

This corporation shall have one director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the By-Laws. The name and addresses of the initial Board of Directors of this corporation is:

Sandra L. Register  
2335 NW 10th Street

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Ocala, FL 34475

**ARTICLE VIII  
INITIAL REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent is Stephen L. Seftenberg, 2765 White Wing Lane, West Palm Beach, FL 33409-22203.

**ARTICLE IX  
INCORPORATOR**

The name and address of the incorporator signing these articles is Stephen L., Seftenberg, 2765 White Wing Lane, West Palm Beach, FL 33409-2203.

**ARTICLE X  
INDEMNIFICATION**

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

**ARTICLE XI  
AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, by a majority vote of the shareholders.

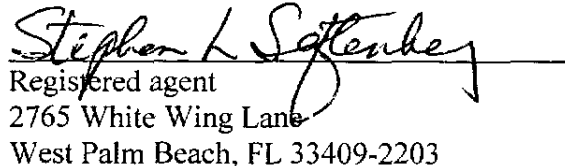
Date: April 5, 2004

  
\_\_\_\_\_  
Signature of Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: April 5, 2004

  
\_\_\_\_\_  
Registered agent  
2765 White Wing Lane  
West Palm Beach, FL 33409-2203

Prepared by:  
Stephen L. Seftenberg, Esq.  
2765 White Wing Lane  
West Palm Beach, FL 33409-2203  
Telephone: (561) 689-6221  
Facsimile: (561) 6899-6884  
Florida Bar No.: 805246  
Caribbean Golf/ corporate / articles of incorporation

**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND PLACE OF BUSINESS OR DOMICILE FOR SERVICE  
OF PROCESS WITHIN FLORIDA AND ACCEPTANCE OF  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

STEPHEN L. SEFTENBERG, desiring to incorporate CARIBBEAN GOLF & HOTEL DEVELOPERS, INC., and qualify under the laws of the State of Florida, with its principal place of business located at 2335 NW 10th Street, Ocala, FL 34475, has named STEPHEN L. SEFTENBERG, 2765 White Wing Lane, West Palm Beach, FL 33409, as its agent to accept service of process within Florida.

Dated: April 5, 2004

  
STEPHEN L. SEFTENBERG, Incorporator

Having been named to accept service of process for the above named 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 performance of my duties.

  
STEPHEN L. SEFTENBERG, Registered Agent

This Certificate prepared by:  
Stephen L. Seftenberg, Esq.  
2765 White Wing Lane  
West Palm Beach, FL 33409  
Telephone: (561) 689-6221  
Facsimile: (561) 689-6884  
Florida Bar No: 805246

Caribbean / corporate forms / Certificate of Registered Agent

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