

P04000 117655

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

WAIT

MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



900039997209

08/12/04--01049--001 \*\*122.50

06 AUG 12 PM 3:11  
RECEIVED  
SECRET

**ADDISON E. WALKER**

**ATTORNEY AT LAW**

4313 NEPTUNE ROAD

**ST. CLOUD, FLORIDA 34769**

TELEPHONE  
(407) 892-2525

FAX  
(407) 892-5536

August 9, 2004

Department of State  
Division of Corporations  
The Capitol  
Tallahassee, FL 32304

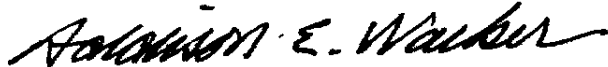
Re: FLORIDA GOLF AND STAY, INC.

Dear Sir or Madam:

Enclosed is the original and one copy of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is our firm's check in the amount of \$122.50, representing payment for the Charter Tax, Filing Fee, Certified Copy Fee, and Registered Agent's Fee. Please file the enclosed Articles of Incorporation, and return a certified copy to the undersigned.

Thank you for your help with this matter.

Very truly yours,



ADDISON E. WALKER

AEW/mw  
Encls.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
04 AUG 12 PM 2:18

04 AUG 12 PM 2:18  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION  
OF  
FLORIDA GOLF AND STAY, INC.

The undersigned, for the purpose of forming a corporation under the Florida Corporation Act, hereby adopts the following ARTICLES OF INCORPORATION.

ARTICLE I

The name of the corporation is FLORIDA GOLF AND STAY, INC. The principal office and mailing address of the corporation is 2038 Live Oak Blvd., St. Cloud, FL 34771.

ARTICLE II

The duration of the corporation shall be perpetual. The date of the commencement of corporate existence shall be the date the ARTICLES OF INCORPORATION are filed with the Secretary of State.

ARTICLE III

The general purposes for which the corporation is organized are:

1. To own, hold, rent (including short term rentals), lease, manage, encumber, improve, exchange, buy, and sell real property, collect rents, and to operate and maintain a general real estate management and investment business, and in general to have and exercise all powers, rights, and privileges necessary and incidental to the same.
2. To transact any other trade or business which can, in the opinion of the management of the corporation, be advantageously carried on in connection with or auxiliary to the general purposes of the corporation, and to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is one hundred (100) shares of common stock having a par value of ONE (\$1.00) DOLLAR per share. The stock shall be issued and redeemed as follows:

1. There shall be one class of common stock; there shall be no preferred stock, and the stock shall not be issued as a special class in series. The shareholders shall not have any pre-emptive rights.

2. The consideration to be paid for each share shall be fixed by the Board of Directors and any and all shares so issued, the full consideration for which has been paid or delivered, shall be deemed fully paid stock, and not liable to any further call or assessment thereon, and the holders of such shares shall not be liable for any further payments thereon.

3. The capital stock may be paid for in property, labor, or services at a just valuation to be fixed by the incorporator, or by the director or directors.

4. The stock shall be issued from time to time as may be determined by the Board of Directors.

5. Upon dissolution or liquidation of the corporation, the holders of the stock shall be entitled to distribution as holdings may appear upon the stock record of the corporation.

#### ARTICLE V

The presence, at any stockholders meeting, in person or by proxy, of persons entitled to vote a simple majority of the shares of the corporation then issued and outstanding shall constitute a quorum for the transaction of business. The affirmative vote of a simple majority of the outstanding shares of the corporation shall be the act of the stockholders.

#### ARTICLE VI

These ARTICLES OF INCORPORATION may be amended in the manner provided by law. The amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by a simple majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written document stating their intention that a certain amendment of these ARTICLES OF INCORPORATION be made.

#### ARTICLE VII

The initial street address of the registered office of the corporation in the State of Florida is 2038 Live Oak Blvd., St. Cloud, Florida 34771. The name of the initial registered agent at that address is Steven M. Tumbleson.

ARTICLE VIII

The initial directors of this corporation are Steven M. Tumbleson and Mary Tumbleson, whose address is 2038 Live Oak Blvd., St. Cloud, FL 34771, and Richard Pfaller and Paula Pfaller, whose address is W 8239 Butter Court, Wautoma, WI 54982. At the first annual meeting of the shareholders, and at each annual meeting thereafter, the shareholders shall elect a director or directors, to hold office until the next succeeding annual meeting of shareholders. There shall never be less than one director.

ARTICLE IX

The name and address of the person signing these ARTICLES OF INCORPORATION as the Incorporator is:

NAME	ADDRESS
Mary P. Tumbleson	2038 Live Oak Blvd. St. Cloud, FL 34771

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed and subscribed the foregoing ARTICLES OF INCORPORATION on this 5<sup>th</sup> day of August, 2004.

Mary P. Tumbleson  
MARY P. TUMBLESON

STATE OF FLORIDA  
COUNTY OF OSCEOLA

BEFORE ME, a Notary Public, personally appeared MARY P. TUMBLESON, to me known to be the person described as Incorporator, and who executed the foregoing ARTICLES OF INCORPORATION, and who did duly swear before me that she subscribed to these ARTICLES OF INCORPORATION on the 5<sup>th</sup> day of August, 2004.

Mary L. Walker  
NOTARY PUBLIC, State of FL  
My Commission Expires:



Mary L. Walker  
MY COMMISSION # CC988962 EXPIRES  
January 19, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.

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

In compliance with Section 48.091, Florida Statutes, and Chapter 607 et seq., Florida Statutes, the following is submitted:

That FLORIDA GOLF AND STAY, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the ARTICLES OF INCORPORATION, has named STEVEN M. TUMBLESON, located at 2038 Live Oak Blvd., St. Cloud, Florida 34771, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provision of Florida Law relative to keeping the designated office open.

August 5, 2004  
Date

  
STEVEN M. TUMBLESON  
Registered Agent

04 AUG 12 PM 2:18  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA