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**LAW OFFICES OF
STEVEN L. BARCUS**

ADMITTED TO BAR
FLORIDA • NEW YORK

222 NEWBURYPORT AVENUE
ALTAMONTE SPRINGS, FL 32701
TEL 407-332-1289
FAX 407-332-0551

March 14, 2006

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

Re: FLORIDA INTERNATIONAL YACHT & COUNTRY CLUB, INC.

Greetings:

Enclosed please find the following documents:

1. Articles of Incorporation;
2. Resident Agent Designation; and
3. My Trust Account Check No. 4748 in the amount of \$ 78.75 to cover the initial corporation fees.

Would you please file the paperwork to create the corporation and return file stamped copy of the Articles to me in the self-addressed stamped envelope.

Thank you.

Sincerely,



Steven L. Barcus

Enclosures

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
CORP NAME**

ARTICLE I - NAME

The name of this corporation is FLORIDA INTERNATIONAL YACHT
COUNTRY CLUB, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - 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.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock known as Class A stock. The corporation is also authorized to issue 10,000 shares of Class B stock which is non-voting and non-profit.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT,
AND CORPORATE ADDRESS**

The street address of the initial registered agent of this corporation shall be:

222 Newburyport Avenue
Altamonte Springs, Florida

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TALLAHASSEE, FLORIDA

The name of the initial registered agent of this corporation at that address shall be:

Steven L. Barcus

The street address of the corporate offices shall be:

222 Newburyport Avenue
Altamonte Springs, Florida

ARTICLE VI - INITIAL BOARD OF DIRECTORS AND OFFICERS

A. This corporation shall have 1 director initially. This number of directors may either be increased or diminished from time to time by the By-Laws but shall never be less than one (1).

B. The name and address of the initial director and officer of this corporation are as follows:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Thomas C. Patterson	11016 Groveshire Court, Ocoee, Florida 34761	Director Chief Executive Officer
Thomas Vataj	26 Banksville Avenue Bedford, New York	President
Gary Olsen	6 Deer Run Saratoga Springs, New York	Vice President
Debra Ellis	39837 County Road 452 Leesburg, Florida 34788	Secretary/Treasurer

ARTICLE VII - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
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SUBSCRIBER

Thomas C. Patterson

11016 Groveshire Court,
Ocoee, Florida 34761

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.


ARTICLE IX - PRE-EMPTIVE RIGHTS

Each Class A shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 14 day of MARCH, 2006.



SUBSCRIBER

STATE OF FLORIDA)

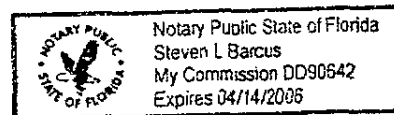
COUNTY OF SEMINOLE)

BEFORE ME the undersigned authority, personally appeared Thomas C. Patterson, Subscriber, known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged that he subscribed the said instrument for the uses and purposes set forth therein. The subscriber is personally known to me or was identified by me as follows: Florida Driver's License. He (~~did~~) (did not) take an oath prior to executing this instrument.

14 **WITNESS** my hand and official seal in the County and State last aforesaid this day of MARCH, 2006.



Steven L. Barcus
Notary Public - State of Florida
My Commission Expires:



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

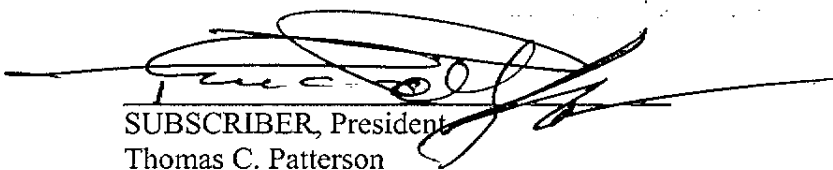
Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: FLORIDA INTERNATIONAL YACHT & COUNTRY CLUB, INC.

2. The name and address of the registered agent and office is:

Steven L. Barcus
222 Newburyport Avenue
Altamonte Springs, Florida

Date: 3-14-06


SUBSCRIBER, President
Thomas C. Patterson

ACCEPTANCE

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.

Date: 3-14-06



Steven L. Barcus
Registered Agent

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