

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9071
904-222-0191 FAX

800-344-8086



P95000041538

ACCOUNT NO. : 072100000032

REFERENCE : 605946 4253F

AUTHORIZATION :

COST LIMIT : 9 PREPAID

EFFECTIVE DATE

MAY 25 1995

ORDER DATE : May 26, 1995

ORDER TIME : 10:41 AM

ORDER NO. : 605946

CUSTOMER NO: 4253F

CUSTOMER: Mr. Gary K. Wilson
PORTER WRIGHT MORRIS & ARTHUR

Suite 400
4501 Tamiami Trail North
Naples, FL 33940

File First

RUSH WILL WAIT
FILED
MAY 26 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

RUSH WILL WAIT

NAME: CLUBSIDE RESERVE AT THE
VINEYARDS, INC.

RUSH WILL WAIT

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea Guma

EXAMINER'S INITIALS:

MAY 26 1995

BSB

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****122.50 ****122.50

1095-11067

ARTICLES OF INCORPORATION
OF

CLUBSIDE RESERVE AT THE VINEYARDS, INC.

FILED
95 MAY 26 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
MAY 25 1995

ARTICLE I. Name and Initial Address

The name of this corporation is CLUBSIDE RESERVE AT THE VINEYARDS, INC. and
initial address of the corporation is 3524 Windjammer Circle, #202, Naples, Florida 33962

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.

ARTICLE IV. Capital Stock

This corporation is authorized to issue 1,000 shares of ONE DOLLAR (\$1.00) par value
common stock which shall be designated "Common Shares".

ARTICLE V. Rights of Shares of Capital Stock

Section 1. Dividends

The directors may declare and pay dividends upon the Common Shares.

Section 2. Rights upon Liquidation or Dissolution.

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, after payment of all valid corporate debts, the remaining assets of this corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

Section 3. Voting Rights.

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI. Designation of Registered
Agent and Registered Office

The initial registered agent of the corporation shall be Gary K. Wilson and the initial registered office of the corporation is 4501 Tamiami Trail North, Suite 400, Naples, Florida 33940.

ARTICLE VII. Initial Board of Directors

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

(1). The name and address of the initial director of this corporation is:

Arthur L. Bateman
3524 Windjammer Circle
#202
Naples, Florida 33962

ARTICLE IX. Incorporator

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

Arthur L. Bateman
3524 Windjammer Circle
#202
Naples, Florida 33962

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 25th day of May, 1995.

Arthur L. Bateman

Arthur L. Bateman
3524 Windjammer Circle
#202
Naples, Florida 33962

State of Florida

County of Collier

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared ARTHUR L. BATEMAN, _____ who produced _____ identification or ☒ who is known to me and known by me to be the person who executed the foregoing articles of incorporation, and he acknowledged before me that he executed those articles of incorporation. An oath was not administered.

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that CLUBSIDE RESERVE AT THE VINEYARDS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in ARTICLES OF INCORPORATION at City of Naples, County of Collier, State of Florida, has named GARY K. WILSON, located at 4501 Tamiami Trail North, Suite 400, City of Naples, County of Collier, State of Florida, as its Agent to accept service of process within this State.


ARTHUR L. BATEMAN

FILED
95 MAY 26 AM 11:29
CLERK OF COURT
NAPLES COUNTY, FLORIDA

HAVING BEEN NAMED to accept service of process for the above stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office,


GARY K. WILSON, Resident Agent

corporat\article2.inc

I WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal,
in the state and county aforesaid, this 25th day of May, 1995.



OFFICIAL SEAL
BETHEL JANE NAGY
My Commission Expires
Nov. 9, 1996
Comm. No. CC 234433

Bethel Jane Nagy
Signature of Notary Public

BETHEL JANE NAGY
Name of Notary Public Typed

CC 234433
Serial or License Number of
Notary Public

My Commission Expires: