

P95000041705

**ELDER & SONS GOLF, ET
859 Pine View Avenue
Rockledge, FL 32955**

FILED

95 MAY 26 AM 10:51

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

March 29, 1995

Secretary of State
Corporate Division
The Capital
Tallahassee, FL 32304

Re: Articles of Incorporation

Gentlemen:

I am enclosing herewith an original and a copy of Articles of Incorporation for Elder & Sons Golf, Etc. In addition, my check in the amount of \$122.50 is enclosed to cover the following fees:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	<u>35.00</u>
TOTAL	\$ 122.50

Please file the original Articles of Incorporation and return a certified copy to the undersigned in the enclosed envelope.

I thank you in advance for your prompt assistance.

Sincerely,

Charles R. Madary III
Secretary

CM:rmb

Enclosures

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-05/04/95-01093--017
***122.50 ***122.50

505
IN 95-9802



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 9, 1995

CHARLES R. MADARY III
859 PINE VIEW AVENUE
ROCKLEDGE, FL 32955

SUBJECT: ELDERS & SONS GOLF, ETC
Ref. Number: W9500009802

We have received your document for ELDERS & SONS GOLF, ETC and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

AMANDA HERRING
Document Specialist

Letter Number: 295A00023229

**ARTICLES OF INCORPORATION
FOR A STOCK CORPORATION**

FILED
95 MAY 26 AM 10:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby subscribes to these Articles of Incorporation and executes same for the purpose of becoming a corporation for profit under the laws of the State of Florida.

**ARTICLE I
CORPORATE NAME**

The name of the Corporation is **ELDER & SONS GOLF ETC., INC.** with its principal place of business at 859 Pine View Avenue, Rockledge, Florida 32955.

**ARTICLE II
CORPORATE NATURE**

This is a corporation for profit and may engage in any activity which is lawful under the laws of the State of Florida including, but not limited to, golf course construction.

**ARTICLE III
DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE IV
CAPITAL STOCK**

This corporation is authorized to issue 500 shares of \$1.00 per share par value common stock which shall be designated "common shares".

**ARTICLE V
CORPORATE OFFICERS**

(a) **Corporate Officers.** The Board of Directors shall elect the following officers: President, Vice-President, Secretary and Treasurer, and such other officers as the Bylaws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

President:

Mark A. Madary
859 Pine View Avenue
Rockledge, FL 32955

Secretary:

Charles R. Madary III
859 Pine View Avenue
Rockledge, FL 32955

**ARTICLE VI
REGISTERED AGENT AND OFFICE**

The address of the corporation's registered office shall be 859 Pine View Avenue, Rockledge, Florida 32955 and the name of its registered agent at said address shall be Charles R. Madary III.

**ARTICLE VII
SOLE INCORPORATOR**

The name and street address of the sole incorporator of the corporation is: Charles R. Madary III, with his principal place of business at 859 Pine View Avenue, Rockledge, Florida 32955.

**ARTICLE VIII
INDEMNIFICATION**

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

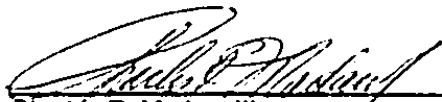
**ARTICLE IX
BY-LAWS**

The power to adopt, alter, amend or repeal the by-laws shall be vested in the shareholders.

**ARTICLE X
AMENDMENT TO ARTICLES**

Amendment to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote.

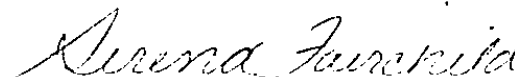
The undersigned, being the sole incorporator of this corporation, for the purpose of forming this corporation under the laws of the State of Florida, have executed these Articles of Incorporation this



Charles R. Madary III
Registered Agent

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 24 day of May, 1995, by Charles R. Madary III, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.

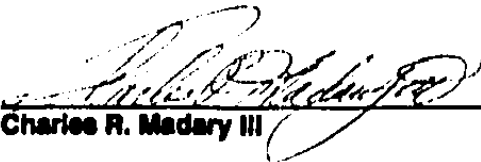


Notary Public
Commission No.
Date Commission Expires:

OFFICIAL NOTARY SEAL
SERENA FAIRCHILD
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC228502
MY COMMISSION EXPI. OCT. 21, 1996


ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts appointment as registered agent for **ELDER & SONS GOLF ETC., INC.**


Charles R. Madary III

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 24 day of May, 1995, by Charles R. Madary III, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.


Notary Public
Commission No.
Date Commission Expires:

