

950000047604

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8060
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 JUN 19 PM 3:32

495-12340

6/16/95

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY _____

WALK-IN Will Pick Up 6-16 2:00

RE Emerald Lakes
By Microsoft Inc.
C.C. Fee: 04 DISBURSED

Capital Express™
Art of Inc. File
Corp. Record Search
Ltd. Partnership File
Foreign Corp. File
() Cert. Copy(s)

Art. of Amend. File 200001515232
Dissolution/Withdrawal -06/16/95--01043--033
C U S- ****122.50 ****122.50
Fictitious Name File

Name Reservation
Annual Report/Reinstatement
Reg. Agent Service
Document Filing

Corporate Kit
Vehicle Search
Driving Record
Document Retrieval

UCC 1 or 3 File
UCC 11 Search
UCC 11 Retrieval
File No.'s _____ Copies

Courier Service
Shipping/Handling
Phone ()
Top Priority
Express Mail Prep
FAX () pgs

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

95 JUN 18 11:10 56
DIVISION

June 16, 1995

CAPITAL CONNECTION
P.O. BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: EMERALD LAKES OF CLERMONT, INC.
Ref. Number: W95000012340

We have received your document for EMERALD LAKES OF CLERMONT, INC. 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 document must include original signatures.

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) 487-6928.

Agnes Bundick
Corporate Specialist

Letter Number: 595A00029756

Attn: Doris

**ARTICLES OF INCORPORATION
OF
EMERALD LAKES OF CLERMONT, INC.**

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 JUN 19 PM 3:32

ARTICLE I. - NAME

The name of this Corporation is **EMERALD LAKES OF CLERMONT, INC.**

ARTICLE II. - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III. - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV. - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are 1401 West Highway #50, Clermont Florida 32711.

ARTICLE V. - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is Eight Hundred Thousand (800,000.00) shares of common stock.

ARTICLE VI. - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be 8320 W. Sunrise Boulevard Suite 203 Plantation, Florida 33322, and the initial registered agent of this Corporation at such office shall be GERALD K. HOLSTEIN, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VII. - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of Three (3) members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than One (1) nor more than Three (3). The name and address of the directors constituting the initial Board of Directors are:

Name	Address
PETER W. HOLDEN	30 Susan Court Elmwood Park, N.J. 07607
WILLIAM REID	30 Susan Court Elmwood Park, N.J. 07607
GERALD K. HOLSTEIN	8320 W. Sunrise Boulevard Suite 203 Plantation, Florida 33322

ARTICLE VIII. - INCORPORATOR


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

Name	Address
GERALD K. HOLSTEIN	8320 W. Sunrise Boulevard Suite 203 Plantation, Florida 33322

STATE OF FLORIDA
COUNTY OF BROWARD


GERALD K. HOLSTEIN, Incorporator

The foregoing Articles of Incorporation of **EMERALD LAKES OF CLEMMONT, INC.** were acknowledged before me this 13th day of June, 1995 by **GERALD K. HOLSTEIN**, personally known to me or has produced _____ as identification and who did/did not take an oath.


NOTARY PUBLIC, State of Florida




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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **EMERALD LAKES OF CLEVELAND, INC.** at the place designated in the Articles of Incorporation, **GERALD R. HOLSTEIN** agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office:

Date: JUNE 13, 1995.


GERALD R. HOLSTEIN