



PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. 072100000032

REFERENCE : 622975 113642A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : June 20, 1995

ORDER TIME : 11:33 AM

ORDER NO. : 622975

CUSTOMER NO: 113642A

CUSTOMER: Bruce R. Abernethy, Jr., Esq
BRUCE R. ABERNETHY, JR., P.A.

Suite 6
900 Virginia Avenue
Ft. Pierce, FL 34982

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-06/20/95--01077--025
****122.50 ****122.50

DOMESTIC FILING

NAME: OLD SOUTH GOLF PROPERTIES,
INC.

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: Jennifer Moran

EXAMINER'S INITIALS: T. BROWN JUN 21 1995

FILED
95 JUN 20 AM 8:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
OLD SOUTH GOLF PROPERTIES, INC.

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ARTICLE I - NAME

The name of the corporation is OLD SOUTH GOLF PROPERTIES, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually commencing as of the date these Articles are filed with the Secretary of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be organized under the Florida General Corporation Law.

ARTICLE IV - CAPITAL STOCK

The corporation shall have the authority to issue Five Thousand (5,000) shares of common stock.

ARTICLE V - INITIAL REGISTERED AND PRINCIPAL OFFICE AND AGENT

The street address of the initial registered agent of this corporation is 4401 Whiteway Dairy Road, Fort Pierce, FL 34947, and the name of the initial registered agent of this corporation is Phillip G. Guettler. The principal office and mailing address of the Corporation is 4401 Whiteway Dairy Road, P.O. Box 1987, Fort Pierce, FL 34954.

ARTICLE VI - BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

Phillip G. Guettler	4851 Jorgensen Road Fort Pierce, FL 34982
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ARTICLE VII - INCORPORATOR

The name and mailing address of the person signing these Articles of Incorporation is:

Phillip G. Guettler	4851 Jorgensen Road Fort Pierce, FL 34982
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ARTICLE VIII - OFFICERS

The following named person shall be the officer of this corporation from its inception and until his successors are duly elected and qualified:

Phillip G. Guettler	President/Secretary
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ARTICLE IX - 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.

ARTICLE X - INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19th day of June, 1995.



PHILLIP G. GUETTLER

STATE OF FLORIDA
COUNTY OF ST. LUCIE

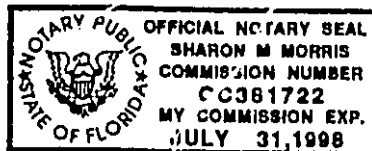
Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared PHILLIP G. GUETTLER, known to me or who has produced a valid Drivers License as identification and who did take an oath, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 19th day of June, 1995.

Sharon Morris
NOTARY PUBLIC, STATE OF FLORIDA - AT
LARGE.

Sharon Morris
PRINTED NAME OF NOTARY

NOTARY SEAL/STAMP:



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

In accordance with the provisions of Chapter 48.091, Florida Statutes, OLD SOUTH GOLF PROPERTIES, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Fort Pierce, County of St. Lucie, State of Florida, has named PHILLIP G. GUETTLER, whose address is 4401 Whiteway Dairy Road, Fort Pierce, FL 34947, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named as the registered agent for the above stated corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of the laws of the State of Florida relative to keeping said office open.

DATED: 6-19-95



PHILLIP G. GUETTLER

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95 JUN 20 AM 8:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA