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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FROM: GRIMES, GOEBEL, GRIMES & HAWKINS, P.
P.O. DRAWER 1550

DEPARTMENT OF STATE

STATE OF FLORIDA

409 EAST GAINES STREET

TALLAHASSEE, FL 32399

FAX: (904) 922-4000

BRADENTON FL 32406-0000

CONTACT: JOHN F JEWELL

PHONE: (813) 748-0151

FAX: (813) 748-0158

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
CORPORATION

NAME: LAKEWOOD GOLF CORPORATION

FAX AUDIT NUMBER: H95000006996

CURRENT STATUS: REQUESTED

DATE REQUESTED: 06/23/1995

TIME REQUESTED: 12:11:25

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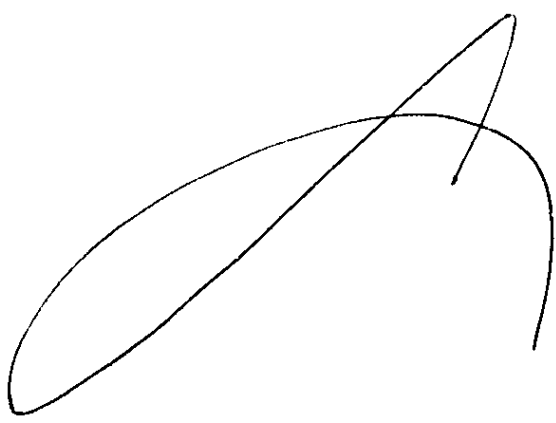
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TALLAHASSEE, FLORIDA

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1996-06-23

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ARTICLES OF INCORPORATION OF LAKEWOOD GOLF CORPORATION

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95 JUN 23 PM 2:00
TALLAHASSEE, FL
SECRETARY OF STATE

The undersigned Incorporator to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I. CORPORATE NAME AND ADDRESS

The name of this corporation shall be LAKEWOOD GOLF CORPORATION. The principal office and mailing address of the corporation shall be 7550 Lorraine Road, Bradenton, Florida 34202.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted and carried on by the corporation is to engage in any lawful act and activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III. CAPITAL STOCK

The total authorized capital stock of the corporation shall be 1,000 shares of common stock having a nominal or par value of 10/100ths Dollars (\$0.10) per share.

ARTICLE IV. TERMS OF EXISTENCE

This corporation shall have perpetual existence, commencing upon the filing of these Articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The street address of the initial registered office of this corporation shall be 1023 Manatee Avenue West, Bradenton, Florida 34205, and the initial registered agent at such address will be Leslie H. Gladfelter. The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

Leslie H. Gladfelter, Attorney, FL Bar No.: 307777
Grimes, Goebel, Grimes & Hawkins, P.A.
1023 Manatee Avenue West
Bradenton, FL 34205
Telephone: (941) 748-0151; Fax: (941) 748-0158

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ARTICLE VI. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is C. John A. Clarke, whose address is 7550 Lorraine Road, Bradenton, Florida 34202.

ARTICLE VII. INITIAL DIRECTORS

The names of the initial Directors of this corporation and their street addresses are:

<u>Name</u>	<u>Address</u>
C. John A. Clarke	7550 Lorraine Road Bradenton, Florida 34202
Mary Fran Carroll	7550 Lorraine Road Bradenton, Florida 34202

ARTICLE VIII. OFFICERS

The executive officers of this corporation shall be a President, a Vice President, a Secretary and a Treasurer. Any person may hold two or more offices. The corporation may also have such other officers and agents as may be deemed necessary and all such officers and agents shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed by the bylaws or determined by resolution of the Board of Directors not inconsistent with the bylaws.

ARTICLE IX. AMENDMENT

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights and powers conferred herein upon stockholders, directors and officers are subject to this reserved power.

ARTICLE X. PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, shall have the right to purchase its pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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ARTICLE XI. AFFILIATED TRANSACTIONS

The corporation elects not to be governed by the provisions of Section 607.0901, *Florida Statutes (1993)*, regarding affiliated transactions.

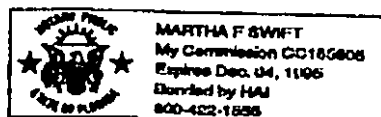
IN WITNESS WHEREOF, I, the undersigned Incorporator, for the purposes of forming a corporation for profit pursuant to the laws of the State of Florida, do make, subscribe and acknowledge this certificate and I have herunto duly executed the foregoing Articles of Incorporation to be filed in the office of the Secretary of State of Florida, for the purposes therein set forth.

C. John A. Clarke
C. John A. Clarke

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing Articles of Incorporation were acknowledged before me this 21st day of June, 1995, by C. John A. Clarke, personally known to me or who provided _____ as identification, and who did not take an oath.

Martha F. Swift
Notary Public Martha F. Swift
Commission #: CC165608
My Commission Expires: Dec. 04, 1995



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ACCEPTANCE BY RESIDENT AGENT

Having been named as resident agent to accept service of process for LAKEWOOD GOLF CORPORATION, at the place designated in these Articles of Incorporation, I am familiar with the obligations of that position, hereby accept such designation and agree to serve in compliance with all applicable Florida Statutes.

Leslie H. Gladfelter

Leslie H. Gladfelter,

Registered Agent

Dated: June 23, 1995

FILED
55 JUN 23 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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