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August 30, 1995

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

100001574981
-08/31/95--01067--019
****122.50 ****122.50

RE: Spruce Creek Golf and Country Club, Inc.

Gentlemen:

Please file the enclosed Articles of Incorporation and send the certified copy and your acknowledgement to me in care of this office. Enclosed is our check in the sum of \$122.50 representing your filing fees.

Very truly yours,

H. RANDOLPH KLEIN

HRK/kp
enc.

8/31/95
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FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SPRUCE CREEK GOLF AND COUNTRY CLUB, INC.

The undersigned hereby organizes and subscribes to these
Articles of Incorporation under the laws of Florida.

I.

The name of the corporation shall be:

SPRUCE CREEK GOLF AND COUNTRY CLUB, INC.

II.

The general purpose for which the corporation is organized shall include the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

III.

The aggregate number of shares of capital stock which the corporation shall have authority to issue shall be 1,000 shares of no par value stock, which stock shall qualify under Section 1244, Internal Revenue Service Code.

IV.

The corporation's principal office and its registered office shall be:

**17585 SE 102 Avenue
Summerfield, FL 34491**

and the name of its initial Registered Agent at such address shall be:

HARVEY D. ERP

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

V.

The corporation shall have no Directors and the business of the corporation shall be managed by the stockholders.

VI.

The name and address of the incorporator is:

HARVEY D. ERP
17585 SE 102 Avenue
Summerfield, FL 34491

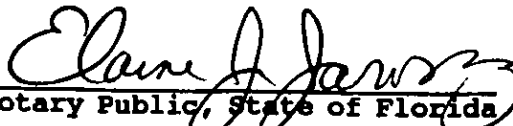
IN WITNESS WHEREOF, the incorporator has caused this instrument to be executed this 28TH day of Aug 1995.


HARVEY D. ERP

STATE OF FLORIDA
COUNTY OF MARION

BEFORE ME, a Notary Public this day personally appeared HARVEY D. ERP, (☒) who is personally known to me or produced _____ as identification who executed the foregoing instrument and acknowledged before me the execution thereof for the uses and purposes therein stated and expressed.

WITNESS my hand and official seal at Ocala, Marion County, Florida, this 28TH day of Aug 1995.


Notary Public, State of Florida

My commission expires:



ELAINE J. JAROSZ
MY COMMISSION # CC465314 EXPIRES
June 11, 1999
MEMBER TRULY TRUST FARM INSURANCE, INC.

Having been named Registered Agent of SPRUCE CREEK GOLF AND COUNTRY CLUB, INC., I hereby accept said office and agree to comply with the provisions of Chapter 607, Florida Statutes, which provisions pertain to the office of Registered Agent.


HARVEY D. ERP
Registered Agent

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