

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-322-9171
904-322-0390 FAX

800-342-8086

CSC networks
PRESTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT : 072100000032

REFERENCE : 815930 4710535

AUTHORIZATION :

COST LIMIT : 4 PREPAID

9000001702349
-01/31/96--01026--008
****122.50 ****122.50

ORDER DATE : January 23, 1996

ORDER TIME : 10:37 AM

ORDER NO. : 815930

CUSTOMER NO: 4710535

CUSTOMER: Mr. Gary K. Wilson
PORTER WRIGHT MORRIS & ARTHUR

Suite 400
4501 Tamiami Trail North
Naples, FL 33940

File
1st
Please

DOMESTIC FILING

NAME: MYSTIC GREENS III AT LELY
RESORT, 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: CARINA DUNLAP

EXAMINER'S INITIALS:

NR 795-5683
R95-5685

~~675~~

~~1196 1/16/96~~

RECEIVED
96 JAN 23 PM 12:11
FILED
96 JAN 24 AM 7:46
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

T. BROWN JAN 25 1996



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 24, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: MYSTIC GREENS III AT LELY RESORT, INC.
Ref. Number: W96000001765

We have received your document for MYSTIC GREENS III AT LELY RESORT, 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 effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the enclosed check for \$122.50 or a newly issued check with your corrected document.

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) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 496A00003021

ARTICLES OF INCORPORATION
OF
MYSTIC GREENS III AT LELY RESORT, INC.

FILED
96 JAN 24 AM 7:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. Name and Initial Address

The name of this corporation is MYSTIC GREENS III AT LELY RESORT, INC. and initial address of the corporation is 6017 Pine Ridge Road, #244, Naples, Florida 33999.

ARTICLE II. Duration

This corporation shall exist perpetually commencing on the date of filing.

ARTICLE III. Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. Capital Stock

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V. Rights of Shares of Capital Stock

Section 1. Dividends

The directors may declare and pay dividends upon the Common Shares.

Section 2. Rights upon Liquidation or Dissolution.

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, after payment of all valid corporate debts, the remaining assets of this corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

Section 3. Voting Rights.

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI. Designation of Registered Agent and Registered Office

The initial registered agent of the corporation shall be Gary K. Wilson and the initial registered office of the corporation is 4501 Tamiami Trail North, Suite 400, Naples, Florida 33940.

ARTICLE VII. Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his 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.

ARTICLE VIII. Initial Board of Directors

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

Arthur L. Bateman
6017 Pine Ridge Road
#244
Naples, Florida 33999

ARTICLE IX. Incorporator

The name and address of the person signing these articles is:

Arthur L. Bateman
6017 Pine Ridge Road
#244
Naples, Florida 33999

ARTICLE X. 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.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 12th day of January, 1996.

Arthur L. Bateman

Arthur L. Bateman
6017 Pine Ridge Road
#244
Naples, Florida 33999

State of Florida

County of Collier

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared ARTHUR L. BATEMAN, ____ who produced _____ identification or ✓ who is known to me and known by me to be the

person who executed the foregoing articles of incorporation, and he acknowledged before me that he executed those articles of incorporation. An oath was not administered.

I WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 12th day of January, 1996.



OFFICIAL SEAL
BETHEL JANE NAGY
My Commission Expires
Nov. 9, 1996
Comm. No. CC 234433

Bethel Jane Nagy
Signature of Notary Public

Bethel Jane Nagy
Name of Notary Public Typed

CC 234433
Serial or License Number of
Notary Public

My Commission Expires: 11-9-96

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

96
FILED
JAN 24 AM 7:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that MYSTIC GREENS III AT LEJAY RESORT, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in ARTICLES OF INCORPORATION at City of Naples, County of Collier, State of Florida, has named GARY K. WILSON, located at 4501 Tamiami Trail North, Suite 400, City of Naples, County of Collier, State of Florida, as its Agent to accept service of process within this State.


Arthur L. Bateman

HAVING BEEN NAMED to accept service of process for the above stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


GARY K. WILSON, Resident Agent