



ESTAR 1996

C. G. (DAN) BOONE
JEFFERY A. BOONE
STEPHEN K. BOONE
CHARLES D. HINES
JOHN G. KODA

P96000027151

BOONE, BOONE & BOONE, P.A.

P. O. BOX 1896

VENICE, FLORIDA 34284

ESTABLISHED 1966

March 21, 1996

STREET ADDRESS:

1001 AVENIDA DEL CIRCO 34288

TELEPHONE (941) 488-0716

FAX (941) 488-7079

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

700001754867
-03/22/96--01098--004
****122.50 ****122.50

Re: Filing documents for new corporation,
TBDT, Inc.

Dear Sir:

We enclose original and one copy of Articles of Incorporation for the above corporation. Also enclosed is our check in the amount of \$122.50 to cover the cost of this filing.

| | |
|------------------------------|----------|
| Filing Fee | \$ 35.00 |
| Registered Agent Designation | 35.00 |
| Certified Copy of Articles | 52.50 |
| Total Filing Fee | \$122.50 |

The corporation's beginning date is the date incorporated by the State of Florida.

Please return a certified copy of the Articles of Incorporation to our office at the post office box listed above.

Thank you for your attention to this matter.

Very truly yours,

Stephen K. Boone

Stephen K. Boone

ab
enclosures

56 MAR 22 1996
FBI - MIAMI
RECEIVED
MAR 22 1996

GB 3/28/96

FILED

96 MAR 22 AM 9:55

CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
TBDT, INC.

ARTICLE I.

CORPORATE NAME

The name of this corporation is:

TBDT, INC.

ARTICLE II.
NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III.
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be in money, property or services. The board of directors shall determine the reasonable value of all consideration, other than money, paid for such shares and their determination, made in good faith, shall be final and conclusive as to such value.

ARTICLE IV.
BEGINNING DATE AND TERM OF EXISTENCE

The beginning date of this corporation shall be the date incorporated by the State of Florida, and it shall exist perpetually.

ARTICLE V.
ADDRESS

The initial mailing address of the principal office of this corporation is: 7000 South Tamiami Trail, Venice, Florida 34293.

The directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI.
DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be increased or decreased from time to time by Bylaws adopted by the stockholders.

ARTICLE VII.
INITIAL DIRECTORS AND OFFICERS

The names and post office address of the members of the first Board of Directors and first Officers are:

| <u>Name</u> | <u>Address</u> | <u>Office</u> |
|-----------------------|--|-----------------------------|
| Thomas H. Taylor, Jr. | 7000 S. Tamiami Trail Venice, Florida 34293 | President/ Director |
| N. Berry Taylor | 7000 S. Tamiami Trail Venice, Florida 34293 | Vice President/ Director |
| J. David Taylor | 7000 S. Tamiami Trail Venice, Florida 34293 | Sec./Treasurer/ Director |

ARTICLE VIII.
SUBSCRIBERS

The names and addresses of all the subscribers to the stock of this corporation, together with the number of shares of stock each agrees to take, are:


| <u>Name</u> | <u>Address</u> | <u># Of Shares</u> |
|-----------------------|--|--------------------|
| Thomas H. Taylor, Jr. | 7000 S. Tamiami Trail Venice, Florida 34293 | 100 |
| N. Berry Taylor | 7000 S. Tamiami Trail Venice, Florida 34293 | 100 |
| J. David Taylor | 7000 S. Tamiami Trail Venice, Florida 34293 | 100 |

ARTICLE IX.
REGISTERED AGENT

The initial registered agent and the address of his office is:

Stephen K. Boone, Esquire
1001 Avenida del Circo
Venice, Florida 34285

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 21 day of March, 1996.



Stephen K. Boone
Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned, who has been designated registered agent and to accept service of process for the above corporation, affirms that his name is STEPHEN K. BOONE, Esquire, and the address for the registered office of the corporation is 1001 Avenida del Circo, Venice, Florida 34285. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Registered Agent

STATE OF FLORIDA)
COUNTY OF SARASOTA)

I HEREBY CERTIFY that the foregoing Articles of Incorporation were acknowledged before me this 21 day of March, 1996, by STEPHEN K. BOONE, the Incorporator, who is personally known to me or who produced N/A as identification.


(SEAL)
Constans E. Gordon
MY COMMISSION # CC494244 EXPIRES
October 3, 1999
BONDED THRU TROY FAIR INSURANCE, INC.
My Commission expires:

NOTARY PUBLIC

Sign _____
Print CONSTANS E. GORDON

F:\4918\ArtInctb.dt

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BOONE, BOONE, BOONE & HINES, P. A.

P. O. BOX 1896

VENICE, FLORIDA 34284

ESTABLISHED 1986

E.O. (DAN) BOONE
JEFFERY A. BOONE
STEPHEN K. BOONE
CHARLES D. HINES
JOHN S. KODA

November 5, 1996

STREET ADDRESS:
1001 AVENIDA DEL CINCO 34288
TELEPHONE (941) 488-0710
FAX (941) 488-7079

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

000002000980--9
-11/08/96--01105--019
*****35.00 *****35.00

Re: Articles of Amendment

Dear Sir:

We enclose original and one copy of Articles of Amendment to Articles of Incorporation for the above corporation. Also enclosed is our check in the amount of \$35.00 to cover the cost of this filing.

Please return a certified copy of the Articles of Incorporation to our office at the post office box listed above.

Thank you for your attention to this matter.

Very truly yours,

Stephen K. Boone
Stephen K. Boone

jsb
enclosures

FILED
96 NOV -8 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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t10-4918

N/C

VS NOV 18 1996

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TBDT, INC.

FILED
96 NOV -8 PM 2:57
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to Section 607.1002 and 607.1006 of the Florida Business Corporation Act, the Articles of Incorporation of TBDT, Inc. (the "Corporation"), are hereby amended according to these Articles of Amendment:

AMENDMENT

FIRST: The name of the corporation is TBDT, INC.

SECOND: Article I of the Articles of Incorporation is amended in its entirety to read as follows:

The name of the corporation is:

VENETIAN DEVELOPMENT, INC.

THIRD: The foregoing amendment was adopted by written consent of all shareholders and directors of the Corporation, in accordance with Sections 607.1003(6) and 607.0704 of the Florida Statutes, on October 27, 1996, their consent constituted the approval of a sufficient number of votes to approve the amendment.

In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

IN WITNESS WHEREOF, I heroby set my hand and seal this
29 day of October, 1996.

By: Thomas H. Taylor, Jr.
President

STATE OF FLORIDA)
COUNTY OF SARASOTA)

I HEREBY CERTIFY that the foregoing Articles of Amendment to
Articles of Incorporation were acknowledged before me this 29
day of October, 1996, by Thomas H. Taylor, Jr., the President of
TBDT, INC., who is personally known to me or who produced
_____ as identification.



STEPHEN K. BOONE
COMMISSION # CC 532038
EXPIRES APR 28, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

(SEAL)

My Commission Expires: 4.26.2000

NOTARY PUBLIC

Sign Stephen K. Boone
Print Stephen K. Boone