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JOHN L. MANN
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July 16, 1996

Secretary of State
Division of Corporations
P.O. Box 5588
Tallahassee, FL 32314

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-07/18/96--01084--007
****122.50 ****122.50

Re: Golf Course Developers, Inc.

Ladies and Gentlemen:

Enclosed please find our check no. 6696 in the amount of \$ 122.50 made payable to your order for filing the enclosed Articles of Incorporation for Golf Course Developers, Inc.

Also enclosed is a copy of the Articles of Incorporation, to be certified and returned to our office in the stamped self-addressed envelope provided.

If you have any questions, please call me. Thank you for your assistance in this matter.

Very truly,

Jackie Hutchison
Jackie Hutchison
Legal Assistant

enclosures (3)

JUL 22 1996. BSB

96 JUL 18 AM 8:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION
OF
GOLF COURSE DEVELOPERS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 007 of the Florida Statutes, hereinafter referred to as the Corporation, hereby agrees to the following:

ARTICLE I
Name and Address

The name of the Corporation shall be **GOLF COURSE DEVELOPERS, INC.** and its mailing address is 5800-A Breckonridge Parkway, Tampa, Florida 33610.

ARTICLE II
Purpose and Powers

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

ARTICLE III
Term of Existence

The Corporation shall have perpetual existence.

ARTICLE IV
Capital Stock

The authorized capital stock of the Corporation shall be 1,000 of common stock having a par value of \$1.00 per share.

ARTICLE V
Board of Directors

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

Section 2. The initial Board of Directors of the Corporation shall consist of two (2) Directors, whose names and addresses are:

<u>Name</u>	<u>Address</u>
William E. Horne	1002 Bayada de Avila Tampa, FL 33619
Lance McNoll	2310 Collins Lane Lakeland, FL 33803

Section 3. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than one (1).

Section 4. Directors shall be elected and hold office as provided in the Bylaws.

ARTICLE VI Bylaws

Section 1. The Board of Directors shall adopt Bylaws for the Corporation pursuant to §§007.0205 and 007.0206 *Florida Statutes* following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the shareholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the shareholders may provide that it shall be altered, amended, or repealed only by the shareholders.

ARTICLE VII Amendments

These Articles of Incorporation may be amended as set forth in the *Florida Statutes*, as amended from time to time.

ARTICLE VIII Registered Office and Agent


Section 1. The street address of the initial registered office of the Corporation shall be 105 South Florida Avenue, Lakeland, Florida 33801.

Section 2. The name of the initial registered agent of the Corporation located at said address shall be **John L. Mann**.

ARTICLE IX
Incorporator

The Incorporator is JOHN L. MANN whose address is 105 South Florida Avenue, Lakeland, Florida 33801.

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 11th day of July, 1990.


John L. Mann

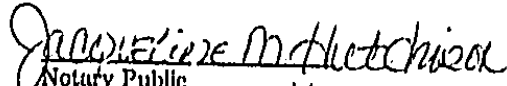
STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 11th day of July, 1990, by John L. Mann, who is personally known to me and who did take an oath.

My Commission Expires:



JACQUELINE M. HUTCHISON
MY COMMISSION EXPIRES
March 30, 1993
BORNED THE 10th DAY OF JANUARY, 1950.


Notary Public
Jacqueline M. Hutchison
(SEAL)

ACCEPTANCE

I hereby accept to act as Initial Registered Agent for GOLF COURSE DEVELOPERS, INC., as stated in these Articles of Incorporation.



John L. Munn

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96 JUL 18 AM 8:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA