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TALLAHASSEE, FL 32304-3607  
(904) 224-1111  
FAX (904) 224-1112

000-14-0006



PROMERIT, INC.  
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 080702 3487A

AUTHORIZATION : Patricia Pijet

COST LIMIT : \$ 122.50

RECEIVED  
DIVISION OF CONSUMER PROTECTION  
SEP 10 PM 3:57

ORDER DATE : September 10, 1996

ORDER TIME : 1:39 PM

ORDER NO. : 080702

600001943906

CUSTOMER NO: 3487A

CUSTOMER: Troy Myers, Esq  
ICARD MERRILL CULLIS TIMM  
FUREN & GINSBURG, PA  
2033 Main Street, Suite 101  
P. O. Drawer 4195  
Sarasota, FL 34237

DOMESTIC FILING

NAME: WATER CLUB II DEVELOPMENT,  
INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

EXAMINER'S INITIALS:

9/11/96

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DIVISION OF CONSUMER PROTECTION

File 2nd

ARTICLES OF INCORPORATION OF  
**WATER CLUB II DEVELOPMENT, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
26 SEP 10 PM 3:57

**ARTICLE 1. - NAME**

The name of this corporation is **WATER CLUB II DEVELOPMENT, INC.**

**ARTICLE 2. - PRINCIPAL OFFICE; MAILING ADDRESS**

The principal office and mailing address of the corporation shall initially be:

**7227 Clint Moore Rd.  
Boca Raton, FL 33496**

The corporation may change its principal office and/or mailing address from time to time as permitted by law.

**ARTICLE 3. - PURPOSE**

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

**ARTICLE 4. - CAPITAL STOCK**

This corporation is authorized to issue 10,000 shares of voting common stock with a par value of \$1.00 (One Dollar).

**ARTICLE 5. - PREEMPTIVE RIGHTS**

The holders of the common stock of the corporation shall not have preemptive rights to purchase additional shares.

**ARTICLE 6. - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is:

**2033 Main Street, Suite 600  
Sarasota, Florida 34237**

The name of the initial registered agent of this corporation at that address is:

**ICARD, MERRILL, CULLIS, TIMM, FUREN & GINSBURG, P.A.  
(ATTN: Michael J. Furen).**

**ARTICLE 7. - INITIAL BOARD OF DIRECTORS**

This corporation shall have the following directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director(s) of this corporation:

**Jerome V. Ansel  
7227 Clint Moore Rd.  
Boca Raton, Florida 33496**

**ARTICLE 8. - INCORPORATOR**

The name and address of the Incorporator is:

**MICHAEL J. FUREN**  
Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A.  
2033 Main Street, Suite 600, Sarasota, Florida 34237.

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OFFICE OF CORPORATIONS  
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**ARTICLE 9. - CUMULATIVE VOTING**

At each election for directors every shareholder entitled to vote in the election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing the votes on the same principal among any number of the candidates.

**ARTICLE 10. - INDEMNIFICATION**

All officers and directors shall be indemnified by the corporation to the fullest extent permitted by law against all expenses and liabilities, including attorneys' fees reasonably incurred in connection with any threatened, pending or completed action, suit or proceeding or settlement thereof in which they may become involved as a party or otherwise by reason of holding such office. The corporation may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

The undersigned Incorporator has executed these Articles of Incorporation on September 9, 1996

  
MICHAEL J. FUREN

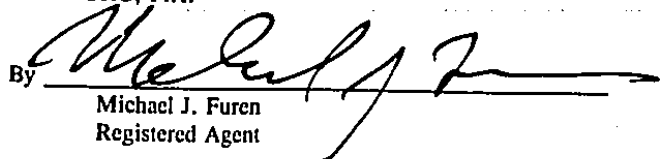
ACCEPTANCE OF APPOINTMENT  
AS REGISTERED AGENT FOR

**WATER CLUB II DEVELOPMENT, INC.**

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, I hereby acknowledge and accept the appointment and agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: September 9, 1996

ICARD, MERRILL, CULLIS, TIMM, FUREN &  
GINSBURG, P.A.

By   
Michael J. Furen  
Registered Agent