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Transmittal Letter

FILED
96 NOV -4 PM 4:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 1, 1996

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-11/05/96--01049--020
*****70.00 *****70.00

SUBJECT: Centurion Club Development and Management, Incorporated
(Proposed corporate name - must include suffix)

Enclosed is an original and one [1] copy of the articles of incorporation and a check for \$70.00 for filing fee and designation of registered agent. Also, enclosed is a photocopy of the Articles of Incorporation. Please return this to me with the filing date stamped on it.

FROM: Doris E. Masterson
Name (printed or typed)
7580 Half Moon Court
Address
Melbourne, Florida 32940
City, State & Zip
(407)752-4805
Daytime Telephone Number

NOTE: Please provide the original and one [1] copy of the articles.

AK 11/6/96

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CENTURION CLUB DEVELOPMENT AND
MANAGEMENT, INCORPORATED

The undersigned incorporators to the Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is CENTURION CLUB DEVELOPMENT AND MANAGEMENT, INCORPORATED.

ARTICLE II - PURPOSES

This corporation is formed for the purposes of (1) organizing constructing and managing a not for profit corporation named CENTURION CLUB OF VIERA, INCORPORATED; (2) developing for the CENTURION CLUB OF VIERA, INCORPORATED, a subdivision to be known as the Centurion Club of Viera Subdivision; and (3) to do any and all other operations or business to the same extent as natural persons might or could do.

ARTICLE III - ADDRESS

The initial address of the principal office of the corporation is 7580 Half Moon Court, Melbourne, Florida, 32940 with a mailing address of P.O. Box 411000 Viera, Florida, 32941-1000. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE IV - SHARES

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1000 shares of common stock, each share having a par value of \$1.00. The shares authorized by this Article may be divided into voting and non-voting shares before issuance by action of the Board of Directors, but unless the Board of Directors acts otherwise, the shares shall be voting.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - INCORPORATORS

The names and addresses of the incorporators of this corporation are:

NAME

ADDRESS

Gordon P. Masterson

7580 Half Moon Court
Melbourne, Fl. 32940

Doris E. Masterson

7580 Half Moon Court
Melbourne, Fl. 32940

ARTICLE VII - DIRECTORS

The corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by the Bylaws but shall never be less than one.

IN WITNESS WHEREOF we have hereunto set our hands and seals acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 1st day of November, 1996.



[Seal]

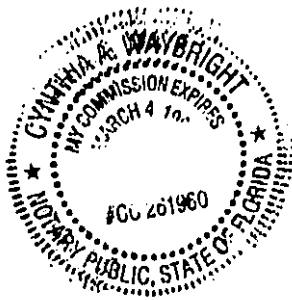


[Seal]

STATE OF FLORIDA

COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 1st day of November, 1996, by Gordon P. Masterson, Doris E. Masterson, who are personally known to me and who did not take an oath.



Cynthia A. Waybright
NOTARY PUBLIC - *Cynthia A. Waybright*

MY COMMISSION EXPIRES: March 4, 1997

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1) The name of the corporation is:

CENTURION CLUB DEVELOPMENT AND MANAGEMENT, INCORPORATED

- 2) The name and address of the registered agent and office is, (post office box is not acceptable):

DORIS E. MASTERSON
7580 HALF MOON COURT
MELBOURNE, FLORIDA 32940

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the certificate, 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 the accept the obligation of my position as registered agent.

Doris E. Masterson
(Signature)